

CASE

NUMBER:

99-251

Construct
CELL SITE - BOONE ROAD (KY 465) - SPARTA - GALLATIN COUNTY

IN THE MATTER OF THE APPLICATION OF SBA TOWERS, INC. AND GTE WIRELESS OF THE MIDWEST INCORPORATED FOR ISSUANCE OF A CERTIFICATE OF PUBLIC CONVENIENCE AND NECESSITY TO CONSTRUCT A WIRELESS COMMUNICATIONS FACILITY IN THE CINCINNATI-DAYTON MAJOR TRADING AREA WHICH INCLUDES BOONE KENTON, CAMPBELL GALLATIN, GRANT, PENDLETON, BRACKEN MASON, LEWIS, GREENUP, CARTER, BOYD, ELLIOTT, LAWRENCE, JOHNSON, MARTIN, FLOYD AND PIKE COUNTIES, KENTUCKY

SEQ NBR	ENTRY DATE	REMARKS
0001	06/21/1999	Application.
0002	06/28/1999	Acknowledgement letter.
0003	07/09/1999	No deficiency letter.
M0001	07/12/1999	GEORGE ZUBATY GALLATIN CO FISCAL COU-RESPONSE TO LETTER ON JUNE 21,99 FROM BRENT RICE
0004	07/19/1999	Response sent to Judge George Zubaty letter of concern.
M0002	07/20/1999	BRENT RICE/GTE WIRELESS OF MIDWEST-RETURN RECEIPTS FOR CORRESPONDENCE FORWARDED VIA CERTIFI
M0003	08/23/1999	BRENT RICESBA TOWERS INC-NOTIFICATION TO CO LOCATE
M0004	09/14/1999	BRENT RICE SBA TOWERS & GTE WIRELESS-MOTION TO SUBMIT FOR EXPEDITED DECISION WITHOUT PUBLIC
0005	09/28/1999	Final Order granting a C/N to construct a guyed antenna tower in Sparta, KY.



COMMONWEALTH OF KENTUCKY
PUBLIC SERVICE COMMISSION

730 SCHENKEL LANE
POST OFFICE BOX 615
FRANKFORT, KY. 40602
(502) 564-3940

CERTIFICATE OF SERVICE

RE: Case No. 99-251
GTE WIRELESS OF THE MIDWEST

I, Stephanie Bell, Secretary of the Public Service Commission, hereby certify that the enclosed attested copy of the Commission's Order in the above case was served upon the following by U.S. Mail on September 28, 1999.

See attached parties of record.

Stephanie Bell

Secretary of the Commission

SB/hv
Enclosure

Ms. Charon Harris
Director, Regulatory Matters
GTE Wireless of the Midwest
1200 Ashwood Parkway
Third Floor
Atlanta, GA. 30338

SBA Towers, Inc.
One Town Center Road
3rd Floor
Boca Raton, FL. 33486

SBA Towers, Inc.
2310 Valletta Lane
Louisville, KY. 40205

Honorable W. Brent Rice
Counsel for Applicant
McBrayer, McGinnis, Leslie &
Kirkland, PLLC
163 West Short Street
Suite 300
Lexington, KY. 40507 1361

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

APPLICATION OF SBA TOWERS, INC. AND GTE)
WIRELESS OF THE MIDWEST INCORPORATED)
FOR ISSUANCE OF A CERTIFICATE OF PUBLIC)
CONVENIENCE AND NECESSITY TO CONSTRUCT)
A WIRELESS COMMUNICATIONS FACILITY IN)
THE CINCINNATI-DAYTON MAJOR TRADING)
AREA ("MTA") WHICH INCLUDES BOONE,) CASE NO. 99-251
KENTON, CAMPBELL, GALLATIN, GRANT,)
PENDLETON, BRACKEN, MASON, LEWIS,)
GREENUP, CARTER, BOYD, ELLIOTT,)
LAWRENCE, JOHNSON, MARTIN, FLOYD, AND)
PIKE COUNTIES, KENTUCKY ("SPARTA/01-1552)
FACILITY"))

O R D E R

On June 21, 1999; SBA Towers, Inc. ("SBA") and GTE Wireless of the Midwest Incorporated (collectively, the "Applicants") filed an application seeking a Certificate of Public Convenience and Necessity to construct and operate a wireless telecommunications facility. The proposed facility consists of a guyed antenna tower not to exceed 380 feet in height, with attached antennas, to be located off Boone Road (KY 465), Sparta, Gallatin County, Kentucky. The coordinates for the proposed facility are North Latitude 38° 42' 12.02" by West Longitude 84° 54' 22.43".

SBA has provided information regarding the structure of the tower, safety measures, and antenna design criteria for the proposed facility. Based upon the application, the

design of the tower and foundation conforms to applicable nationally recognized building standards, and the plans have been certified by a Registered Professional Engineer.

Pursuant to KRS 100.987, the proposed facility's construction is exempt from local zoning ordinances. However, the Applicants have notified the Gallatin County Judge/Executive ("Judge/Executive") of the proposed construction. The Judge/Executive filed comments but did not request intervention or a public hearing in this matter. The Applicants have filed applications with the Federal Aviation Administration and the Kentucky Airport Zoning Commission seeking approval for the construction and operation of the proposed facility. Both applications have been approved.

The Applicants have filed evidence of the appropriate notices provided pursuant to 807 KAR 5:063. The notices solicited any comments and informed the recipients of their right to request intervention. To date, no comments have been filed.

Pursuant to KRS 278.280, the Commission is required to determine proper practices to be observed when it finds, upon complaint or on its own motion, that the facilities of any utility subject to its jurisdiction are unreasonable, unsafe, improper, or insufficient. To assist the Commission in its efforts to comply with this mandate, SBA should notify the Commission if it does not use this antenna tower to provide service in the manner set out in its application and this Order. Upon receipt of such notice, the Commission may, on its own motion, institute proceedings to consider the proper practices, including removal of the unused antenna tower, which should be observed by SBA.

The Commission, having considered the evidence of record and being otherwise sufficiently advised, finds that the Applicants have demonstrated that a facility is necessary

to provide adequate utility service and therefore should be granted a Certificate of Public Convenience and Necessity to construct the proposed facility.

IT IS THEREFORE ORDERED that:

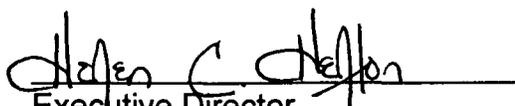
1. SBA is granted a Certificate of Public Convenience and Necessity to construct a guyed antenna tower not to exceed 380 feet in height, with attached antennas, to be located at off Boone Road (KY 465), Sparta, Gallatin County, Kentucky. The coordinates for the proposed facility are North Latitude 38° 42' 12.02" by West Longitude 84° 54' 22.43".

2. SBA shall immediately notify the Commission in writing, if, after the antenna tower is built and utility service is commenced, the tower is not used for a period of 3 months in the manner authorized by this Order.

Done at Frankfort, Kentucky, this 28th day of September, 1999.

By the Commission

ATTEST:


Executive Director

McBRAYER, MCGINNIS, LESLIE & KIRKLAND PLLC

163 WEST SHORT STREET

SUITE 300

LEXINGTON, KENTUCKY 40507-1361

606-231-8780

FACSIMILE 606-231-6518

REAL ESTATE FAX 606-255-9777

WWW.MMLK.COM

W. TERRY MCBRAYER
JOHN R. MCGINNIS
PHILLIP BRUCE LESLIE *
WILLIAM D. KIRKLAND
J. D. ATKINSON, JR.
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J. BRADFORD DERIFIELD ++
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* ALSO ADMITTED IN OHIO
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WATSON CLAY (1908-1985)
OSCAR SAMMONS (1908-1985)

MAIN & HARRISON STREETS
P. O. BOX 280
GREENUP, KENTUCKY 41144-0280
606-473-7303
FACSIMILE 606-473-9003

300 STATE NATIONAL
BANK BUILDING
P. O. BOX 1100
FRANKFORT, KENTUCKY 40602-1100
502-223-1200
FACSIMILE 502-227-7385

DIRECTOR OF GOVERNMENTAL RELATIONS
MIKE HELTON
STATE NATIONAL BANK BUILDING
305 ANN STREET
SUITE 308
FRANKFORT, KENTUCKY 40601-2847
502-875-1176
FACSIMILE 502-226-6234

September 13, 1999

RECEIVED
SEP 14 1999
PUBLIC SERVICE
COMMISSION

Ms. Helen C. Helton, Executive Director
Public Service Commission
730 Schenkel Lane
Frankfort, KY 40602

RE: SBA Towers, Inc. and GTE Wireless of the Midwest Incorporated
PSC Case No. 99-251 (The Sparta/01-1552 Facility)

Dear Ms. Helton:

Please find enclosed for filing in the above-referenced case the original and ten copies of Motion to Submit for Expedited Decision without Public Hearing. Thank you for your attention to this matter.

Sincerely,

W. Brent Rice
Counsel for SBA Towers, Inc. and
GTE Wireless of the Midwest
Incorporated

WBR/dkw

Enclosure

Copy to: Jennifer Sturgeon/SBA Towers

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

REC
SEP 14 1999
PUBLIC SERVICE
COMMISSION

In the Matter of:

APPLICATION OF SBA TOWERS, INC. AND GTE)
WIRELESS OF THE MIDWEST INCORPORATED)
FOR ISSUANCE OF A CERTIFICATE OF PUBLIC)
CONVENIENCE AND NECESSITY TO CONSTRUCT)
A WIRELESS COMMUNICATIONS FACILITY IN)
THE CINCINNATI-DAYTON MAJOR TRADING)
AREA ("MTA") WHICH INCLUDES BOONE)
KENTON, CAMPBELL GALLATIN, GRANT,)
PENDLETON, BRACKEN MASON, LEWIS, GREENUP,)
CARTER, BOYD, ELLIOTT, LAWRENCE, JOHNSON,)
MARTIN, FLOYD AND PIKE COUNTIES, KENTUCKY)
("SPARTA/01-1552 FACILITY"))

CASE NO. 99-251

**MOTION TO SUBMIT FOR EXPEDITED
DECISION WITHOUT PUBLIC HEARING**

Come the Applicants, SBA Towers, Inc. ("SBA"), as ultimate owner, and GTE Wireless of the Midwest Incorporated ("GTE"), applicants herein, by counsel, and move the Kentucky Public Service Commission ("Commission") to promptly grant a Certificate of Public Convenience and Necessity ("CPCN") in the within Application proceeding based on the following facts and circumstances:

1. The Applicants have met all filing requirements under the Kentucky Revised Statutes and the Kentucky Administrative Regulations applicable to this proceeding.
2. There are no intervenors in this proceeding after Notice has been afforded pursuant to the terms of Kentucky Revised Statutes and Kentucky Administrative Regulations.

WHEREFORE, SBA Towers, Inc. and GTE Wireless of the Midwest Incorporated,

Applicants herein, by counsel, urge the Kentucky Public Service Commission to promptly grant a Certificate of Public Convenience and Necessity in accordance with the terms of the Application in the proceeding without public hearing.

Respectfully submitted,



W. Brent Rice
MCBRAYER, MCGINNIS, LESLIE & KIRKLAND
163 West Short Street, Suite 300
Lexington, KY 40507-1361
Phone: 606/231-8780

COUNSEL FOR SBA TOWERS, INC. AND GTE
WIRELESS OF THE MIDWEST INCORPORATED

wbr\sba\sparta\01-1552\motion to submit

McBRAYER, MCGINNIS, LESLIE & KIRKLAND PLLC

163 WEST SHORT STREET

SUITE 300

LEXINGTON, KENTUCKY 40507-1361

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P. O. BOX 280
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606-473-7303
FACSIMILE 606-473-9003

300 STATE NATIONAL
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P. O. BOX 1100
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502-223-1200
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DIRECTOR OF GOVERNMENTAL RELATIONS
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305 ANN STREET
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FRANKFORT, KENTUCKY 40601-2847
502-875-1176
FACSIMILE 502-226-6234

August 20, 1999

RECEIVED
AUG 23 1999
PUBLIC SERVICE
COMMISSION

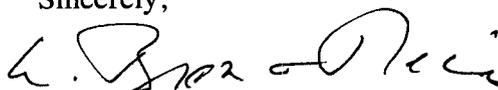
Ms. Helen C. Helton, Executive Director
Public Service Commission
730 Schenkel Lane
Frankfort, KY 40602

RE: **SBA Towers, Inc. and GTE Wireless of the Midwest Incorporated**
PSC Case No. 99-251 (The Sparta/01-1552 Facility)

Dear Ms. Helton:

Enclosed for filing in the above-referenced case is correspondence from AT&T evidencing their intentions to co-locate on the proposed facility referenced in the pending application. Please file this letter evidencing AT&T's intent to co-locate and in the event any staff members have questions with respect to this matter, they should contact the undersigned at our firm's Lexington office.

Sincerely,



W. Brent Rice
Counsel for SBA Towers, Inc. and
GTE Wireless of the Midwest
Incorporated

WBR/dkw

Enclosure

Copy to: Jennifer Sturgeon/SBA Towers



AT&T Wireless Services
11500 Goldcoast Drive
Cincinnati, OH 45249
513 530-3000
FAX 513 530-3001

August 17, 1999

Jeff Wagner
General Manager
SBA Inc.
235 N. Executive Dr. Suite 210
Brookfield, WI 53005

RECEIVED
AUG 23 1999
PUBLIC SERVICE
COMMISSION

RE: SBA site #01-1552 (Sparta)
AT&T site # CN-269-01 (Kentucky Speedway)

Dear Jeff,

AT&T Wireless Services intends to co-locate on the proposed telecommunications facility to be located on KY Route 465 in Gallitin County, Kentucky. It is our understanding the coordinates for this location are 84-54-22.62W 38-42-11.79N with a ground elevation of 768'. Our minimum height requirement for this location is 330'.

Sincerely,

Shelly Neace, Site Acquisition Specialist
Armitage and Associates representing AT&T Wireless Services

McBRAYER, MCGINNIS, LESLIE & KIRKLAND PLLC

163 WEST SHORT STREET

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July 19, 1999

RECEIVED

JUL 20 1999

PUBLIC SERVICE
COMMISSION

Ms. Helen C. Helton, Executive Director
Public Service Commission
730 Schenkel Lane
Frankfort, KY 40602

RE: **SBA Towers, Inc. and GTE Wireless of the Midwest Incorporated**
PSC Case No. 99-251 (The Sparta/01-1552 Facility)

Dear Ms. Helton:

Please find enclosed the originals and one copy each of return receipts for correspondence forwarded via certified mail, return receipt requested, to the Gallatin County Judge and all property owners within 500' of the proposed facility referenced above. The following property owners have been notified:

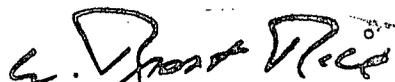
Neal O'Connor
Route 1, Box 8
Sparta, KY 41086

Yogi & Yonna Young
Route 1, Box 133
Sparta, KY 41086

Virginia Wash
Route 1, Box 19
Sparta, KY 41086

Please file the enclosed with the Commission at your earliest convenience. Thank you for your attention to this matter.

Sincerely,



W. Brent Rice
Counsel for SBA Towers, Inc. and
GTE Wireless of the Midwest
Incorporated

WBR/dkw

Enclosures

Z 463 757 287

US Postal Service
Receipt for Certified Mail
 No Insurance Coverage Provided.
 Do not use for International Mail (See reverse)

Sent to
HON. CLARENCE DAVIS
 Street & Number

Post Office, State, & ZIP Code

Postage \$

Certified Fee

Special Delivery Fee

Restricted Delivery Fee

Return Receipt Showing to Whom & Date Delivered

Return Receipt Showing to Whom, Date, & Addressee's Address

TOTAL Postage & Fees \$

Postmark or Date
 6/21/99 99-251

PS Form 3800, April 1995

Is your RETURN ADDRESS completed on the reverse side?

SENDER:
 Complete items 1 and/or 2 for additional services.
 Complete items 3, 4a, and 4b.
 Print your name and address on the reverse of this form so that we can return this card to you.
 Attach this form to the front of the mailpiece, or on the back if space does not permit.
 Write "Return Receipt Requested" on the mailpiece below the article number.
 The Return Receipt will show to whom the article was delivered and the date delivered.

I also wish to receive the following services (for an extra fee):
 1. Addressee's Address
 2. Restricted Delivery
 Consult postmaster for fee.

3. Article Addressed to:
VIRGINIA WASH
ROUTE 1, BOX 19
SPARTA, KY 41086

4a. Article Number
Z 463 757 289 (99-251)

4b. Service Type
 Registered
 Express Mail
 Return Receipt for Merchandise
 Certified
 Insured
 COD

7. Date of Delivery
6-22-99

8. Addressee's Address (Only if requested and fee is paid)

5. Received By: (Print Name)

6. Signature: (Addressee or Agent)
[Signature]

PS Form 3811, December 1994 102595-98-B-0229 Domestic Return Receipt

Thank you for using Return Receipt Service.

Is your RETURN ADDRESS completed on the reverse side?

SENDER:
 Complete items 1 and/or 2 for additional services.
 Complete items 3, 4a, and 4b.
 Print your name and address on the reverse of this form so that we can return this card to you.
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I also wish to receive the following services (for an extra fee):
 1. Address
 2. Restricted Delivery
 Consult postmaster for fee.

3. Article Addressed to:
HON. CLARENCE DAVIS
GALLATIN COUNTY JUDGE EXECUTIVE
100 N. MAIN STREET
WARSAW, KY 41095

4a. Article Number
Z 463 757 287 (99-251)

4b. Service Type
 Registered
 Express Mail
 Return Receipt for Merchandise
 Certified
 Insured
 COD

7. Date of Delivery
6-22-99

8. Addressee's Address (Only if requested and fee is paid)

5. Received By: (Print Name)

6. Signature: (Addressee or Agent)
[Signature]

PS Form 3811, December 1994 102595-98-B-0229 Domestic Return Receipt

US Postal Service
Receipt for Certified Mail
 No Insurance Coverage Provided.
 Do not use for International Mail (See reverse)

Sent to
YOGI & YONNA YOUNG
 Street & Number

Post Office, State, & ZIP Code

Postage \$

Certified Fee

Special Delivery Fee

Restricted Delivery Fee

Return Receipt Showing to Whom & Date Delivered

Return Receipt Showing to Whom, Date, & Addressee's Address

TOTAL Postage & Fees \$

Postmark or Date
 6/21/99 99-251

PS Form 3800, April 1995

Z 463 757 288

US Postal Service
Receipt for Certified Mail
 No Insurance Coverage Provided.
 Do not use for International Mail (See reverse)

Sent to
NEAL O'CONNOR
 Street & Number

Post Office, State, & ZIP Code

Postage \$

Certified Fee

Special Delivery Fee

Restricted Delivery Fee

Return Receipt Showing to Whom & Date Delivered

Return Receipt Showing to Whom, Date, & Addressee's Address

TOTAL Postage & Fees \$

Postmark or Date
 6/21/99 99-251

PS Form 3800, April 1995

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I also wish to receive the following services (for an extra fee):
 1. Addressee's Address
 2. Restricted Delivery
 Consult postmaster for fee.

3. Article Addressed to:
YOGI & YONNA YOUNG
ROUTE 1, BOX 133
SPARTA, KY 41086

4a. Article Number
Z 463 757 290 (99-251)

4b. Service Type
 Registered
 Express Mail
 Return Receipt for Merchandise
 Certified
 Insured
 COD

7. Date of Delivery
6-22-99

8. Addressee's Address (Only if requested and fee is paid)

5. Received By: (Print Name)

6. Signature: (Addressee or Agent)
[Signature]

PS Form 3811, December 1994 102595-98-B-0229 Domestic Return Receipt

Thank you for using Return Receipt Service.

Is your RETURN ADDRESS completed on the reverse side?

SENDER:
 Complete items 1 and/or 2 for additional services.
 Complete items 3, 4a, and 4b.
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I also wish to receive the following services (for an extra fee):
 1. Address
 2. Restricted Delivery
 Consult postmaster for fee.

3. Article Addressed to:
NEAL O'CONNOR
ROUTE 1, BOX 8
SPARTA, KY 41086

4a. Article Number
Z 463 757 288 (99-251)

4b. Service Type
 Registered
 Express Mail
 Return Receipt for Merchandise
 Certified
 Insured
 COD

7. Date of Delivery
6-23-99

8. Addressee's Address (Only if requested and fee is paid)

5. Received By: (Print Name)
NEAL O'CONNOR

6. Signature: (Addressee or Agent)
[Signature]

PS Form 3811, December 1994 102595-98-B-0229 Domestic Return Receipt

Z 463 757 289

US Postal Service
Receipt for Certified Mail
 No Insurance Coverage Provided.
 Do not use for International Mail (See reverse)

Sent to
VIRGINIA WASH
 Street & Number

Post Office, State, & ZIP Code

Postage \$

Certified Fee

Special Delivery Fee

Restricted Delivery Fee

Return Receipt Showing to Whom & Date Delivered

Return Receipt Showing to Whom, Date, & Addressee's Address

TOTAL Postage & Fees \$

Postmark or Date
 6/21/99 99-251

PS Form 3800, April 1995

Z 463 757 287

US Postal Service
Receipt for Certified Mail
No Insurance Coverage Provided.

Do not use for International Mail (See reverse)

Sent to	
HON. CLARENCE DAVIS	
Street & Number	
Post Office, State, & ZIP Code	
Postage	\$
Certified Fee	
Special Delivery Fee	
Restricted Delivery Fee	
Return Receipt Showing to Whom & Date Delivered	
Return Receipt Showing to Whom, Date, & Addressee's Address	
TOTAL Postage & Fees	\$
Postmark or Date	
6/21/99 99-251	

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I also wish to receive the following services (for an extra fee):

- Addressee's Address
- Restricted Delivery

Consult postmaster for fee.

3. Article Addressed to:	
HON. CLARENCE DAVIS GALLATIN COUNTY JUDGE EXECUTIVE 100 N. MAIN STREET WARSAW, KY 41095	
5. Received By: (Print Name)	
6. Signature: (Addressee or Agent)	
X <i>Alma Chipman</i>	
PS Form 3811, December 1994	
102595-98-B-0229 Domestic Return Receipt	
4a. Article Number	
Z 463 757 287 (99-251)	
4b. Service Type	
<input type="checkbox"/> Registered <input checked="" type="checkbox"/> Certified	
<input type="checkbox"/> Express Mail <input type="checkbox"/> Insured	
<input type="checkbox"/> Return Receipt for Merchandise <input type="checkbox"/> COD	
7. Date of Delivery	
6-22-99	
8. Addressee's Address (Only if requested and fee is paid)	

Z 463 757 288

US Postal Service
Receipt for Certified Mail
No Insurance Coverage Provided.

Do not use for International Mail (See reverse)

Sent to	
NEAL O'CONNOR	
Street & Number	
Post Office, State, & ZIP Code	
Postage	\$
Certified Fee	
Special Delivery Fee	
Restricted Delivery Fee	
Return Receipt Showing to Whom & Date Delivered	
Return Receipt Showing to Whom, Date, & Addressee's Address	
TOTAL Postage & Fees	\$
Postmark or Date	
6/21/99 99-251	

Thank you for using Return Receipt Service.

PS F

Is your RETURN ADDRESS completed on the reverse side?

SENDER:

- Complete items 1 and/or 2 for additional services.
- Complete items 3, 4a, and 4b.
- Print your name and address on the reverse of this form so that we can return this card to you.
- Attach this form to the front of the mailpiece, or on the back if space does not permit.
- Write "Return Receipt Requested" on the mailpiece below the article number.
- The Return Receipt will show to whom the article was delivered and the date delivered.

I also wish to receive the following services (for an extra fee):

- Addressee's Address
- Restricted Delivery

Consult postmaster for fee.

3. Article Addressed to:	
NEAL O'CONNOR ROUTE 1, BOX 8 SPARTA, KY 41086	
5. Received By: (Print Name)	
6. Signature: (Addressee or Agent)	
X <i>Neal O'Connor</i>	
PS Form 3811, December 1994	
102595-98-B-0229 Domestic Return Receipt	
4a. Article Number	
Z 463 757 288 (99-251)	
4b. Service Type	
<input type="checkbox"/> Registered <input checked="" type="checkbox"/> Certified	
<input type="checkbox"/> Express Mail <input type="checkbox"/> Insured	
<input type="checkbox"/> Return Receipt for Merchandise <input type="checkbox"/> COD	
7. Date of Delivery	
6-23-99	
8. Addressee's Address (Only if requested and fee is paid)	

Is your RETURN ADDRESS completed on the reverse side?

SENDER:

- Complete items 1 and/or 2 for additional services.
- Complete items 3, 4a, and 4b.
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- Attach this form to the front of the mailpiece, or on the back if space does not permit.
- Write "Return Receipt Requested" on the mailpiece below the article number.
- The Return Receipt will show to whom the article was delivered and the date delivered.

I also wish to receive the following services (for an extra fee):

- 1. Addressee's Address
 - 2. Restricted Delivery
- Consult postmaster for fee.

3. Article Addressed to:

YOGI & YONNA YOUNG
ROUTE 1, BOX 133
SPARTA, KY 41086

4a. Article Number

Z 463 757 290 (99-251)

4b. Service Type

- Registered Certified
- Express Mail Insured
- Return Receipt for Merchandise COD

7. Date of Delivery

6-22-99

5. Received By: (Print Name)

8. Addressee's Address (Only if requested and fee is paid)

6. Signature (Addressee or Agent)

X Yogi Young

PS Form 3811, December 1994

102595-98-B-0229

Domestic Return Receipt

Z 463 757 290

US Postal Service
Receipt for Certified Mail

No Insurance Coverage Provided.

Do not use for International Mail (See reverse)

Sent to	
YOGI & YONNA YOUNG	
Street & Number	
Post Office, State, & ZIP Code	
Postage	\$
Certified Fee	
Special Delivery Fee	
Restricted Delivery Fee	
Return Receipt Showing to Whom & Date Delivered	
Return Receipt Showing to Whom, Date, & Addressee's Address	
TOTAL Postage & Fees	\$
Postmark or Date	
6/21/99 99-251	

Thank you for using Return Receipt Service.

Is your RETURN ADDRESS completed on the reverse side?

SENDER:

- Complete items 1 and/or 2 for additional services.
- Complete items 3, 4a, and 4b.
- Print your name and address on the reverse of this form so that we can return this card to you.
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- Write "Return Receipt Requested" on the mailpiece below the article number.
- The Return Receipt will show to whom the article was delivered and the date delivered.

I also wish to receive the following services (for an extra fee):

- 1. Addressee's Address
 - 2. Restricted Delivery
- Consult postmaster for fee.

3. Article Addressed to:

VIRGINIA WASH
ROUTE 1, BOX 19
SPARTA, KY 41086

4a. Article Number

Z 463 757 289 (99-251)

4b. Service Type

- Registered Certified
- Express Mail Insured
- Return Receipt for Merchandise COD

7. Date of Delivery

6-22-99

5. Received By: (Print Name)

8. Addressee's Address (Only if requested and fee is paid)

6. Signature (Addressee or Agent)

X Virginia Wash

PS Form 3811, December 1994

102595-98-B-0229

Domestic Return Receipt

Z 463 757 289

US Postal Service
Receipt for Certified Mail

No Insurance Coverage Provided.

Do not use for International Mail (See reverse)

Sent to	
VIRGINIA WASH	
Street & Number	
Post Office, State, & ZIP Code	
Postage	\$
Certified Fee	
Special Delivery Fee	
Restricted Delivery Fee	
Return Receipt Showing to Whom & Date Delivered	
Return Receipt Showing to Whom, Date, & Addressee's Address	
TOTAL Postage & Fees	\$
Postmark or Date	
6/21/99 99-251	

Thank you for using Return Receipt Service.



COMMONWEALTH OF KENTUCKY
PUBLIC SERVICE COMMISSION
730 SCHENKEL LANE
POST OFFICE BOX 615
FRANKFORT, KENTUCKY 40602
www.psc.state.ky.us
(502) 564-3940
Fax (502) 564-3460

Ronald B. McCloud, Secretary
Public Protection and
Regulation Cabinet

Helen Helton
Executive Director
Public Service Commission

Paul E. Patton
Governor

July 19, 1999

George W. Zubaty
Gallatin County Judge/Executive
P.O. Box 144
Warsaw, KY 41095

Re: Case No. 99-251

Dear Judge Zubaty:

The Commission is in receipt of your letter concerning the above application for approval to construct a cell facility. The Commission will carefully analyze this application before rendering its final decision. If you wish to intervene in this matter, you must notify the Commission in writing.

It may be helpful for you to know that state authority, specifically that of the Public Service Commission, in this matter has been limited by federal law. For example, Section 704 of the Federal Telecommunications Act of 1996 prohibits this Commission from regulating the placement of wireless facilities on the basis of environmental effects of radio frequency emissions to the extent the facilities comply with Federal Communications Commission regulations. Section 704 also prohibits a state or local government from prohibiting telecommunications facilities construction if such denial will have the effect of prohibiting service. In addition, this Commission is required by statute to ensure that utility service, including telecommunications service, is adequate and reliable. The Commission does, however, consider appropriate placement of necessary facilities within applicable engineering boundaries. It also pursues a policy of collocation of facilities whenever possible.

Thank you for your interest and concern in this matter.

Sincerely,

A handwritten signature in black ink that reads "Stephanie Bell".

Stephanie Bell
Secretary of the Commission

/rlm



Gallatin County Fiscal Court

99-251

Magistrates
Eric Moore
Elsie Ewbank
Sidney Gullion
Kenny McFarland

P.O. Box 144
Warsaw, Kentucky 41095
606-567-5691

George W. Zubaty
Judge/Executive
Steve Huddleston
County Attorney

July 7, 1999

Executive Director's Office
Public Service Commission of Kentucky
Post Office Box 615
Frankfort, Kentucky 40602

RECEIVED
JUL 12 1999
PUBLIC SERVICE
COMMISSION

Dear Sir:

In response to the letter written on June 21, 1999, from W. Brent Rice, Counsel for SBA Towers, Inc. and GTE Wireless of the Midwest Incorporated and their intention to erect a communication tower on Neal O'Connor and Darlene O'Connor property off Boone Road (KY 465), Sparta, Gallatin County, Kentucky.

My only concern is that this property is located very near the new site of the Kentucky Speedway and it is my understanding that Kentucky Speedway plans to build an air strip on their property which is in close proximity to the prospective tower site.

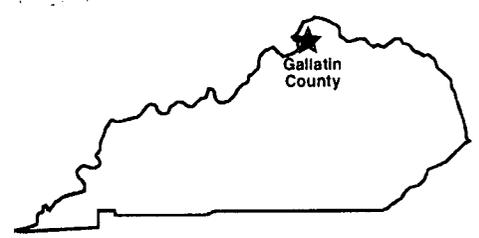
We are sure the communications tower will be a welcome service to our community as well as to all cell phone users.

Sincerely,

George W. Zubaty
George W. Zubaty
Gallatin County Judge/Executive

Enc: 2

[Faint, illegible text]



McBRAYER, MCGINNIS, LESLIE & KIRKLAND PLLC

163 WEST SHORT STREET

SUITE 300

LEXINGTON, KENTUCKY 40507-1361

606-231-8780

FACSIMILE 606-231-6518

REAL ESTATE FAX 606-255-9777

WWW.MMLK.COM

June 21, 1999

W. TERRY McBRAYER
JOHN R. MCGINNIS
PHILLIP BRUCE LESLIE *
WILLIAM D. KIRKLAND
J. D. ATKINSON, JR.
JAMES G. AMATO
GEORGE D. GREGORY **
BRENT L. CALDWELL
W. BRENT RICE
JAMES H. FRAZIER, III +
STEPHEN C. CAWOOD
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J. BRADFORD DERIFIELD ++
JARON P. BLANDFORD

* ALSO ADMITTED IN OHIO
** ALSO ADMITTED IN COLORADO
+ ALSO ADMITTED IN TEXAS & FLORIDA
++ ALSO ADMITTED IN WEST VIRGINIA

WATSON CLAY (1908-1985)
OSCAR SAMMONS (1908-1985)

MAIN & HARRISON STREETS
P. O. BOX 280
GREENUP, KENTUCKY 41144-0280
606-473-7303
FACSIMILE 606-473-9003

300 STATE NATIONAL
BANK BUILDING
P. O. BOX 1100
FRANKFORT, KENTUCKY 40602-1100
502-223-1200
FACSIMILE 502-227-7385

DIRECTOR OF GOVERNMENTAL RELATIONS
MIKE HELTON
STATE NATIONAL BANK BUILDING
305 ANN STREET
SUITE 308
FRANKFORT, KENTUCKY 40601-2847
502-875-1176
FACSIMILE 502-226-6234

Hon. Clarence Davis
Gallatin County Judge Executive
100 N. Main Street
Warsaw, KY 41095

VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Re: **Public Notice - Public Service Commission of Kentucky,
Case No. 99-251 (The Sparta/01-1552 Facility)**

Dear Judge Davis:

SBA Towers, Inc. and GTE Wireless of the Midwest Incorporated have applied to the Public Service Commission of Kentucky for a Certificate of Public Convenience and Necessity to construct and operate a wireless communications facility. The facility will be comprised of a 350' guyed tower with attached antennas extending upwards for a total height of 380' and an equipment shelter to be located on the Neal O'Connor and Darlene O'Connor property off Boone Road (KY 465), Sparta, Gallatin County, Kentucky. A map showing the location of the proposed new facility is enclosed. This notice is being sent pursuant to 807 KAR 5:063.

The Commission invites your comments regarding the proposed construction. You also have the right to intervene in this matter. Your initial communication to the Commission must be received by the Commission within 20 days of the date of this letter as shown above.

Your comments and request for intervention should be addressed to: Executive Director's Office, Public Service Commission of Kentucky, Post Office Box 615, Frankfort, KY 40602. Please refer to Case No. 99-251 in your correspondence.

Sincerely,


W. Brent Rice

Counsel for SBA Towers, Inc. and GTE
Wireless of the Midwest Incorporated

WBR/dkw

REV.	DESCRIPTION	DATE
1		
2		
3		
4		
5		
6		
7		
8		
9		
10		

THIS DRAWING IS PREPARED BY A SURVEYOR AND SHOULD BE USED ONLY FOR THE PURPOSES INTENDED BY THE SURVEYOR.

DATE: 11/11/98

PROJECT: SPARTA COMMUNITY #6, 01-1533 GALLATIN COUNTY, KENTUCKY

PROJECT LOCATION: MOORE ROAD/RT 469 SPARTA, KY 41086

DRAWING TITLE: PROJECT AREA

ISSUE DATE: 12/4/98

PROJECT NO.: 98345

SCALE: 1" = 100'

DRAWN: MEB

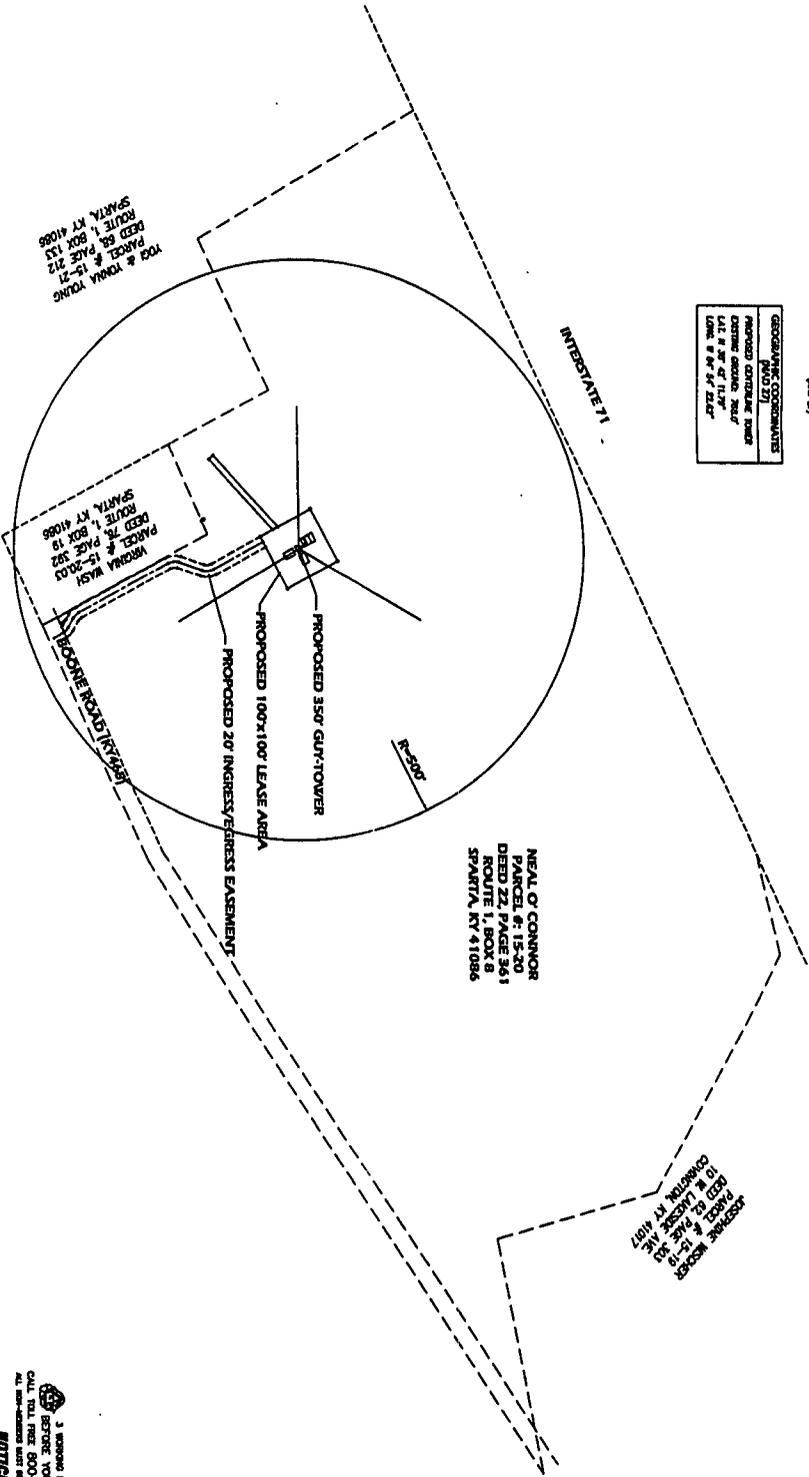
CHECKED: ULR

DATE: 11/11/98

LINE LEGEND

SYMBOL	DESCRIPTION
---	EXISTING
- - - -	PROPOSED
---	PROPERTY LINE
---	ADJACENT PROPERTY
---	ADJACENT ROAD
---	ADJACENT RAILROAD
---	ADJACENT WATER
---	ADJACENT POWER LINE
---	ADJACENT TELEPHONE LINE
---	ADJACENT FENCE
---	ADJACENT DRIVE
---	ADJACENT SIDEWALK
---	ADJACENT CURB
---	ADJACENT DRIVEWAY
---	ADJACENT SIDEWALK
---	ADJACENT CURB
---	ADJACENT DRIVEWAY

GEODETIC COORDINATES
NAD 83
PROPOSED CONTROL POINT
EASTING: 410860.00
NORTH: 410860.00
DATE: 11/11/98



YOG & TOWNA YOUNG
PARCEL # 15-212
ROUTE 1, BOX 133
SPARTA, KY 41086

VIRGINIA
PARCEL # 15-203
ROUTE 76, BOX 19
SPARTA, KY 41086

NEAL O'CONNOR
DEED # PAGE 361
ROUTE 1, BOX 8
SPARTA, KY 41086

MISSING NOTES
DEED # PAGE 361
ROUTE 1, BOX 8
SPARTA, KY 41086

J. WERNER DAVIS
REGISTERED SURVEYOR
CALL TOLL FREE 800-752-6007
ALL MEASUREMENTS MADE IN CALIBRATED INSTRUMENTS

NOTICE

LOCATION OF ALL UTILITIES AND ADJACENT STRUCTURES SHALL BE DETERMINED BY THE SURVEYOR. THE SURVEYOR SHALL BE RESPONSIBLE FOR THE LOCATION OF ALL UTILITIES AND ADJACENT STRUCTURES. THE SURVEYOR SHALL BE RESPONSIBLE FOR THE LOCATION OF ALL UTILITIES AND ADJACENT STRUCTURES.



Case file



COMMONWEALTH OF KENTUCKY
PUBLIC SERVICE COMMISSION
730 SCHENKEL LANE
POST OFFICE BOX 615
FRANKFORT, KY. 40602
(502) 564-3940

July 9, 1999

To: All parties of record

RE: Case No. 99-251
GTE WIRELESS OF THE MIDWEST

The Commission staff has reviewed your application in the above case and finds that it meets the minimum filing requirements. Enclosed please find a stamped filed copy of the first page of your filing. This case has been docketed and will be processed as expeditiously as possible.

If you need further assistance, please contact my staff at 502/564-3940.

Sincerely,

Stephanie Bell

Stephanie Bell
Secretary of the Commission

SB
Enclosure

Ms. Charon Harris
Director, Regulatory Matters
GTE Wireless of the Midwest
1200 Ashwood Parkway
Third Floor
Atlanta, GA. 30338

SBA Towers, Inc.
6001 Broken Sound Parkway, 4th Floor
Boca Raton, FL. 33487

SBA Towers, Inc.
2320 Valletta Lane
Louisville, KY. 40205

Honorable W. Brent Rice
Attorney at Law
McBrayer, McGinnis,
Leslie & Kirkland
163 West Short Street
Suite 300
Lexington, KY. 40507 1361

McBRAYER, MCGINNIS, LESLIE & KIRKLAND PLLC

163 WEST SHORT STREET

SUITE 300

LEXINGTON, KENTUCKY 40507-1361

606-231-8780

FACSIMILE 606-231-6518

REAL ESTATE FAX 606-255-9777

WWW.MMLK.COM

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OSCAR SAMMONS (1908-1985)

MAIN & HARRISON STREETS
P. O. BOX 280
GREENUP, KENTUCKY 41144-0280
606-473-7303
FACSIMILE 606-473-9003

300 STATE NATIONAL
BANK BUILDING
P. O. BOX 1100
FRANKFORT, KENTUCKY 40602-1100
502-223-1200
FACSIMILE 502-227-7385

DIRECTOR OF GOVERNMENTAL RELATIONS
MIKE HELTON
STATE NATIONAL BANK BUILDING
305 ANN STREET
SUITE 308
FRANKFORT, KENTUCKY 40601-2847
502-875-1176
FACSIMILE 502-226-6234

W. TERRY MCBRAYER
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MELINDA G. WILSON
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MARY ELIZABETH CUTTER
J. BRADFORD DERIFIELD ++
JARON P. BLANDFORD

* ALSO ADMITTED IN OHIO
** ALSO ADMITTED IN COLORADO
+ ALSO ADMITTED IN TEXAS & FLORIDA
++ ALSO ADMITTED IN WEST VIRGINIA

FILED June 21, 1999

JUN 21 1999

**PUBLIC SERVICE
COMMISSION**

RECEIVED
JUN 21 1999
**PUBLIC SERVICE
COMMISSION**

HAND DELIVERED

Ms. Helen C. Helton, Executive Director
Public Service Commission
730 Schenkel Lane
Frankfort, KY 40602

RE: Application of SBA Towers, Inc. and GTE Wireless of the Midwest Incorporated for Issuance of a Certificate of Public Convenience and Necessity to Construct A Wireless Communications Facility in The Cincinnati-Dayton Major Trading Area ("MTA") which Includes Boone, Kenton, Campbell Gallatin, Grant, Pendleton, Bracken, Mason, Lewis, Greenup, Carter, Boyd, Elliott, Lawrence, Johnson, Martin, Floyd And Pike Counties, Kentucky - PSC Case No. 99-251 ("Sparta/01-1552 Facility")

Dear Ms. Helton:

Please be advised that the undersigned represents SBA Towers, Inc. and GTE Wireless of the Midwest Incorporated in regard to the above-referenced application which I am filing on their behalf today with the Commission.

Pursuant to 807 KAR 5:063, the original and five copies of the application are submitted for filing. Additionally, three Site Plans are submitted with the application. Any comments or questions in regard to the application should be forwarded to the undersigned.

Thank you for your assistance in this matter.

Sincerely,
W. Brent Rice

W. Brent Rice
Counsel for SBA Towers, Inc. and GTE
Wireless of the Midwest Incorporated

WBR/dkw

Enclosures



COMMONWEALTH OF KENTUCKY
PUBLIC SERVICE COMMISSION
730 SCHENKEL LANE
POST OFFICE BOX 615
FRANKFORT, KENTUCKY 40602
www.psc.state.ky.us
(502) 564-3940
Fax (502) 564-3460

Ronald B. McCloud, Secretary
Public Protection and
Regulation Cabinet

Helen Helton
Executive Director
Public Service Commission

Paul E. Patton
Governor

June 28, 1999

To: All parties of record

RE: Case No. 99-251
GTE WIRELESS OF THE MIDWEST
& SBA TOWERS, INC.
(Construct) CELL SITE – BOONE ROAD (KY 465) - SPARTA - GALLATIN

This letter is to acknowledge receipt of initial application in the above case. The application was date-stamped received June 21, 1999 and has been assigned Case No. 99-251. In all future correspondence or filings in connection with this case, please reference the above case number.

If you need further assistance, please contact my staff at 502/564-3940.

Sincerely,

A handwritten signature in cursive script that reads "Stephanie Bell".

Stephanie Bell
Secretary of the Commission

SB/jc



Ms. Charon Harris
Director, Regulatory Matters
GTE Wireless of the Midwest
1200 Ashwood Parkway
Third Floor
Atlanta, GA. 30338

SBA Towers, Inc.
6001 Broken Sound Parkway, 4th Floor
Boca Raton, FL. 33487

SBA Towers, Inc.
2320 Valletta Lane
Louisville, KY. 40205

Honorable W. Brent Rice
Attorney at Law
McBrayer, McGinnis,
Leslie & Kirkland
163 West Short Street
Suite 300
Lexington, KY. 40507 1361

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DIRECTOR OF GOVERNMENTAL RELATIONS
MIKE HELTON
STATE NATIONAL BANK BUILDING
305 ANN STREET
SUITE 308
FRANKFORT, KENTUCKY 40601-2847
502-875-1176
FACSIMILE 502-226-6234

FILED

June 21, 1999

JUN 21 1999

**PUBLIC SERVICE
COMMISSION**

RECEIVED

JUN 21 1999

**PUBLIC SERVICE
COMMISSION**

HAND DELIVERED

Ms. Helen C. Helton, Executive Director
Public Service Commission
730 Schenkel Lane
Frankfort, KY 40602

RE: Application of SBA Towers, Inc. and GTE Wireless of the Midwest Incorporated for Issuance of a Certificate of Public Convenience and Necessity to Construct A Wireless Communications Facility in The Cincinnati-Dayton Major Trading Area ("MTA") which Includes Boone, Kenton, Campbell Gallatin, Grant, Pendleton, Bracken, Mason, Lewis, Greenup, Carter, Boyd, Elliott, Lawrence, Johnson, Martin, Floyd And Pike Counties, Kentucky – PSC Case No. 99-251 ("Sparta/01-1552 Facility")

Dear Ms. Helton:

Please be advised that the undersigned represents SBA Towers, Inc. and GTE Wireless of the Midwest Incorporated in regard to the above-referenced application which I am filing on their behalf today with the Commission.

Pursuant to 807 KAR 5:063, the original and five copies of the application are submitted for filing. Additionally, three Site Plans are submitted with the application. Any comments or questions in regard to the application should be forwarded to the undersigned.

Thank you for your assistance in this matter.

Sincerely,



W. Brent Rice
Counsel for SBA Towers, Inc. and GTE
Wireless of the Midwest Incorporated

WBR/dkw

Enclosures

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

APPLICATION OF SBA TOWERS, INC. AND GTE)
WIRELESS OF THE MIDWEST INCORPORATED)
FOR ISSUANCE OF A CERTIFICATE OF PUBLIC)
CONVENIENCE AND NECESSITY TO CONSTRUCT)
A WIRELESS COMMUNICATIONS FACILITY IN)
THE CINCINNATI-DAYTON MAJOR TRADING)
AREA ("MTA") WHICH INCLUDES BOONE)
KENTON, CAMPBELL GALLATIN, GRANT,)
PENDLETON, BRACKEN MASON, LEWIS, GREENUP,)
CARTER, BOYD, ELLIOTT, LAWRENCE, JOHNSON,)
MARTIN, FLOYD AND PIKE COUNTIES, KENTUCKY)
("SPARTA/01-1552 FACILITY"))

RECEIVED

JUN 21 1999

PUBLIC SERVICE
COMMISSION

CASE NO. 99-251

APPLICATION

SBA Towers, Inc. ("SBA"), as ultimate owner, and GTE Wireless of the Midwest Incorporated ("GTE Wireless"), as a licensed public utility in the Commonwealth of Kentucky, through counsel, applies for a Certificate of Public Convenience and Necessity to construct and operate a Wireless Communications Facility (the "WCF") to serve the customers of GTE Wireless and other wireless service provider colocations in the Cincinnati-Dayton Major Trading Area. In support of this Application, SBA and GTE Wireless (hereinafter collectively referred to as "Applicants") respectfully state that:

1. The complete names, addresses and telephone numbers of the Applicants are:

SBA Towers, Inc.
6001 Broken Sound Parkway, 4th Floor
Boca Raton, FL 33487
(561)995-7670

and SBA also has a local address:

2320 Valletta Lane
Louisville, KY 40205
(502)419-0907

GTE Wireless of the Midwest Incorporated
245 Perimeter Center Parkway
Atlanta, Georgia 30346
(770)391-8000

2. SBA Towers, Inc. is a Florida corporation, which constructs, owns, maintains and operates independent communication networks and is a wireless communications consulting firm. A copy of SBA's Articles of Merger were provided to the Commission in Case Number 99-241 UAC. Com-Net Construction Services, Inc. is a wholly owned subsidiary of SBA Towers, Inc. A certified copy of its Articles of Incorporation and Certificate of Authority were provided to the Commission in Case No. 99-241 UAC.

3. GTE Wireless is an Indiana corporation. A certified copy of its Articles of Incorporation, as amended, of GTE Mobilnet Incorporated, the parent corporation of GTE Wireless, have been provided to the Commission in Case No. 96-338 in which it applied for a Certificate of Public Convenience and Necessity to provide personal communications service ("PCS") in Kentucky. The Commission has previously found that the parent corporation of GTE Wireless had the financial, technical and managerial ability to provide PCS in the Cincinnati-Dayton Major Trading Area in its order dated August 20, 1996 in Case No. 96-338.

4. SBA proposes to construct a WCF in Gallatin County, Kentucky situated in the Cincinnati-Dayton MTA in which GTE Wireless is licensed by the Federal Communications Commission ("FCC") to provide PCS in this area. The WCF will be comprised of a 350' guyed

tower with attached antennas extending upwards for a total height of 380' and an equipment shelter. The equipment shelter will contain the transmitters and receivers required to connect the cell facility with PCS users, which will link the WCF with GTE Wireless' other PCS facilities. The WCF will be fenced with a secured access gate. Three (3) sets of Index of Drawings for the proposed facility are being submitted with this Application. A detailed description of the manner in which the WCF will be constructed is included as the Property Map and Site Plan (scale: no more than two miles per inch). A reduced copy of the Index of Drawings are attached as Exhibit A. The referenced drawings are signed and sealed by Lawrence L. Baumann, a professional engineer registered in Kentucky. They depict the proposed location of the tower and all easements and existing structures on the property on which the tower will be located. A vertical tower profile and its foundation, each signed and sealed by a professional engineer registered in Kentucky are attached as Exhibit B. The tower design plans include a description of the standard according to which the tower was designed.

5. After completion of the proposed tower construction, SBA will lease or license space on said tower and the surrounding site to allow GTE Wireless to locate and operate its PCS facility, including all required antennas and appurtenances. SBA will locate the proposed site in a manner such that other wireless communications service providers will desire to co-locate on the completed WCF.

6. A geotechnical investigation report performed by ATC Associates, Inc. of Cincinnati, Ohio, dated November 30, 1998 is attached as Exhibit C. The geotechnical investigation report is signed and sealed by James P. Kapsho, a professional engineer registered in Kentucky. The geotechnical investigation report includes boring logs, foundation design recommendations, and a

statement in regard to flood hazard areas.

7. As noted on the Property Map attached as Exhibit A, the surveyor has noted that there is no flood zone information available in Grant County and that Grant County has not been mapped by the Federal Emergency Management Agency.

8. The possibility of a strong ground shaking has been considered in the design of this self-supporting tower. Formulas are given in codes for earthquake loading. The formulas are for lateral loads, and they take into account the seismic zone, ground motion and structure. The two most important components of the structure are its weight and shape. Applying all of the factors to the formula, the resultant earthquake load is less than the design wind load. Seismic loading has been considered in the design of this tower, although it is regarded as secondary to the wind loading.

Even if the tower would fall as result of an earthquake, it should not damage any occupied buildings. In the event of failure of the tower mast, all of the debris will most likely lie within a circle whose center is the tower base and whose radius is no more than 60% of the tower height.

9. Similarly, the possibility of a strong wind has been considered in the design of this tower. It has been designed and engineered by professional engineers using computer assistance and the same accepted codes and standards as are typically used for high-rise building construction. This tower has been designed in accordance with the Electronic Industries Association ("EIA") Standard RS-222E, which has been accepted and approved by ANSI and is a nationally recognized tower design standard. The ANSI/EIA standard utilizes a "stepped" wind loading in tower design. This means that a standardized wind speed (the "basic wind speed") is applied to the structure at the 33-foot level and then is "increased" with increments of its height. In this case, the design wind speed

is 70 mph. Using the appropriate wind speed for each antenna level, the thrust of the antenna and its corresponding waveguide load are applied to the structure for maximum member loads.

10. Personnel directly responsible for the design and construction of the proposed tower are qualified and experienced. The soil testing and part of the foundation recommendation was performed by ATC Associates, Inc., under the supervision of James P. Kapsho, a registered professional engineer in the Commonwealth of Kentucky. His specialty is geotechnical engineering which includes sub-surface exploration and foundation design. He has served as project and principal engineer on various projects similar to the applicant's. These projects include construction, tower crane foundations, and nexrad doppler radar towers, other mobile telephone towers and elevated water towers. Foundation types for these towers have included drilled piers, auger-cast piles, driven piles and spread footings. Design of the tower and foundation was performed by Sabre Communications Corporation of Sioux City, Iowa, which designs, manufactures and installs such communications towers, monopoles and antenna systems that mount to them. Sabre has designed and installed worldwide hundreds of towers in all climates. This tower was designed by Chi S. Lee, who additionally certified the design. Mr. Lee is a registered engineer in the Commonwealth of Kentucky. SBA uses qualified installation crews and site inspectors for construction of its towers.

In the event the initial design of the tower and foundation is subsequently revised, the Applicants will amend this Application accordingly and will file with the Commission original and final drawings pursuant to applicable laws and regulations.

11. The Public Convenience and Necessity require the construction of the WCF. The WCF will provide a necessary link in GTE Wireless' system to meet the increasing demands for

wireless services in its licensed area. The WCF will further enhance the public's access to wireless telecommunications services.

SBA's construction of the WCF is also required by the Public Convenience and Necessity as it allows for the colocation of additional wireless services for this area of Kentucky. The WCF will be available to governmental agencies and providers of emergency services. The WCF will provide a necessary link in SBA's wireless network and it will further provide increasing competition in the Kentucky telecommunications market.

The process that was used in selecting the site for the proposed WCF by the Applicants' radio frequency engineers was consistent with the process used for selecting generally all other existing and proposed WCF's within the proposed network design area. The Applicants evaluated the location of the required facility for possible co-location opportunities, upon existing structures, before starting the acquisition process. Radio frequency engineers used computer programs to evaluate the most effective coverage design for facilitating co-location potential on this proposed tower.

The engineers select the optimum vicinity in terms of elevation and location to provide the best quality service to customers in the service area. All existing towers and suitable structures upon which to locate the communications antennas were considered in this search, which is detailed in Exhibit D. No suitable towers or structures were found which meet the technical requirements for this element of the telecommunications network. Although there are several structures within a one-mile radius of the proposed facility, none are suitable in height or sufficient from a structural standpoint to accommodate the technical requirements for this proposed site. A map of the area in

which the tower is proposed to be located, that is drawn to scale and that clearly depicts the necessary search within which a site should be located as determined by the applicant's Radio Frequency Engineer is additionally attached as Exhibit D.

12. The WCF will serve an area totally within GTE Wireless' current service area in the Cincinnati-Dayton MTA.

13. Since the proposed WCF will serve an area completely within GTE Wireless' licensed service area in the Cincinnati-Dayton MTA, no further approvals by the FCC are required. See 47 C.F.R. §24.11(b), "[b]lanket licenses are granted for each market and frequency block. Applications for individual sites are not required and will not be accepted."

14. The Federal Aviation Administration ("FAA") determined on November 12, 1998 that the proposed construction would not exceed FAA obstruction standards and would not be a hazard to air navigation. The determination from the FAA is attached as Exhibit E. The Kentucky Airport Zoning Commission ("KAZC") determined on January 27, 1999 that GTE Wireless' application for a permit to construct the proposed facility was approved. A copy of the KAZC determination is attached as Exhibit F.

15. The proposed location of the tower is not within a jurisdiction that has adopted planning and zoning regulations in accordance with KRS Chapter 100. Powertel has notified the Gallatin County Judge Executive, by certified mail, return receipt requested, of the proposed construction. Applicants included in the notice the Commission docket number under which the application will be processed and informed said person of his right to request intervention. A copy of the notice is attached as Exhibit G.

16. The WCF will be located on the Neal O'Connor and Darlene O'Connor property off Boone Road (KY 465), Sparta, Gallatin County, Kentucky. Appropriate notices 2' X 4' with the word "TOWER" in letters at least four inches high, have been posted in a visible location on the proposed site and on the nearest public road and shall remain posted for at least two (2) weeks after the Application is filed. The location of the proposed WCF has been published in a newspaper of general circulation in Gallatin County, Kentucky. The WCF's coordinates are: Latitude: 38° 42' 12"; Longitude: 84° 54' 23".

17. Clear directions from the county seat to the proposed site, including highway numbers and street names are set forth on the Cover Sheet to the Index of Drawings submitted with this Application. The telephone number of the person who prepared the directions is 513-755-3222. The Property Map attached as exhibit A depicts the proposed location of the tower and all easements and existing structures within 500' of the proposed site on the property on which the tower will be located, and all easements and existing structures within 200' of the access drive, including the intersection with the public street system. A map, drawn to a scale no less than one inch = 200', that identifies every structure and every owner of real estate within 500' of the proposed tower is depicted as the Project Area on the Property Map attached as Exhibit B.

18. The Applicants have notified every person who owns property within 500' of the proposed tower by certified mail, return receipt requested, of the proposed construction. The Applicants included in the notice the Commission docket number under which the Application will be processed and informed each person of his or her right to request intervention. Copies of the certified letters sent to each are attached as Exhibit H. Copies of the return receipts will be filed with

the Commission when received.

19. The area as depicted on the Site Survey in which the proposed WCF is to be constructed is zoned agricultural. It is primarily a rural area with pasturelands to the west; croplands and wooded areas to the east; Interstate 71 and pasturelands and woods to the north; and pasturelands and single-family dwellings to the south.

20. The Applicants have considered the likely effects of the installation on nearby land uses and values and has concluded that there is no more suitable location reasonably available from which adequate service can be provided, and that there are no reasonable available opportunities to collocate. The Applicants attempted to collocate on towers designed to host multiple wireless service providers facilities or existing structures, such as a telecommunications tower or another suitable structure capable of supporting GTE Wireless' facilities. There are no towers or structures within the designated search area. (emphasis added.)

21. The site for the WCF is to be leased from Neal and Darlene O'Connor. The lease provides a method that the applicant will follow in dismantling and removing the tower including a timetable for such removal in the case of abandonment pursuant to KRS 100.987(2)(b). A copy of the Option and Lease Agreement is additionally attached as Exhibit I.

22. The names of all public utilities, corporations, or persons with whom the proposed new construction is likely to compete is NextWave, Inc.; Mercury PCS II; BellSouth Wireless Cable, Inc.; BellSouth Mobility, Inc.; AT&T Wireless; Sprint PCS; Ameritech and Nextel Communications.

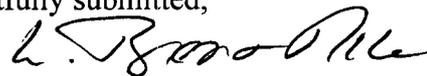
23. GTE Wireless plans to finance the construction of the collocation of its PCS facility

to the WCF through the use of working capital. If sufficient funds are not available from this source, the company will obtain funds through short-term loans payable within two years.

24. Any customer complaints may be reported to GTE Wireless by dialing 513-326-8100 on the customer's phone, which is the main telephone number in the applicant's Cincinnati area office which serves the northern Kentucky counties in the Cincinnati-Dayton MTA.

WHEREFORE, Applicants request that the Commission, pursuant to KRS 278.020, grant a Certificate of Public Convenience and Necessity to construct and operate the WCF at the location set forth herein for the respective networks in Kentucky and providing for such other relief as is necessary and appropriate pursuant to all applicable rules and regulations of the Public Service Commission.

Respectfully submitted,



W. Brent Rice
MCBRAYER, MCGINNIS, LESLIE & KIRKLAND
163 West Short Street, Suite 300
Lexington, KY 40507-1361
Phone: 606/231-8780

COUNSEL FOR SBA TOWERS, INC. AND GTE
WIRELESS OF THE MIDWEST INCORPORATED

wbr\sba\sparta\01-1552\psc application

LIST OF EXHIBITS

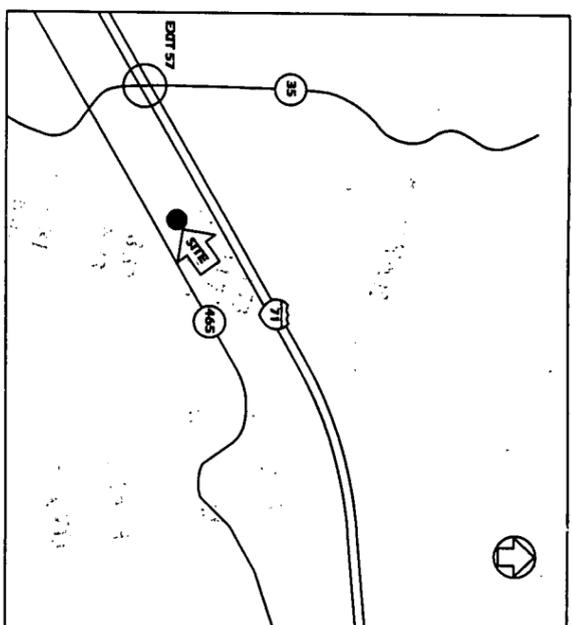
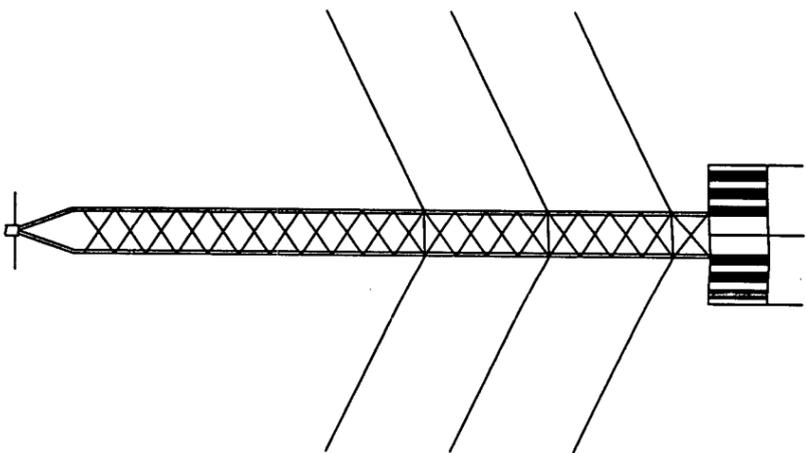
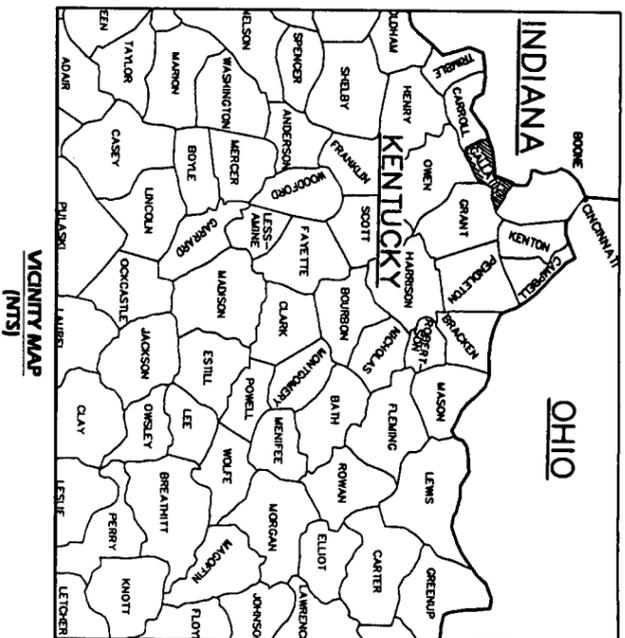
Exhibit A	Property Map, Site Plan - Grounding and Power, and Electrical Specifications
Exhibit B	Tower and Foundation Profile
Exhibit C	Geotechnical Investigation Report
Exhibit D	Search Area Map
Exhibit E	FAA Determination
Exhibit F	KAZC Determination
Exhibit G	Notification to Gallatin County Judge Executive
Exhibit H	Notice to Adjoining Property Owners
Exhibit I	Option and Lease Agreement

A



90000 SERIES
10% P.C.W.

2



DRIVE TO DIRECTIONS:
FROM CINCINNATI, TAKE I-71 SOUTH TO KY 35 SOUTH (EXIT 57). TO KY 465 (BOONE ROAD) EAST 0.25 MILES TO THE SITE. THE SITE IS ON THE LEFT (NORTH) SIDE OF THE ROAD, AND APPROXIMATELY 500' NORTH FROM THE ROAD.

SPARTA COM-NET #: 01-1552 GALLATIN COUNTY, KENTUCKY I-71 CINCINNATI TO LOUISVILLE

3 WORKING DAYS
BEFORE YOU DIG
CALL TOLL FREE 800-752-6007
ALL NON-URGENTS MUST BE CALLED DIRECTLY.

NOTICE
LOCATION OF ALL UTILITIES AND UNDERGROUND STRUCTURES SHOWN ON THESE DRAWINGS ARE NOT NECESSARILY ALL OF THE EXISTING UTILITIES AND STRUCTURES. THE CONTRACTOR SHALL BE RESPONSIBLE TO DETERMINE THE EXACT LOCATION AND EXISTENCE OF ALL UTILITIES AND UNDERGROUND STRUCTURES.

NOTE:
THE CONTRACTOR SHALL CONTACT THE PROPERTY OWNER PRIOR TO ANY WORK AND SHALL PROVIDE THE PROPERTY OWNER WITH A WORK SCHEDULE. THE CONTRACTOR SHALL BE RESPONSIBLE FOR NOTIFYING THE PROPERTY OWNER AND THE CONTRACTOR'S PHONE NUMBER FOR WORKING HOURS AND NON-WORKING HOURS.

THE CONTRACTOR(S), OR ANYONE USING THESE DOCUMENTS IS ADVISED TO LAYOUT THEIR WORK AND VERIFY THE ACTUAL FIELD CONDITIONS RELATIVE TO THE DESIGNS SHOWN ON THE DRAWINGS. ANY DISCREPANCIES ENCOUNTERED THAT WOULD AFFECT THE PROPOSED INSTALLATION OR CONSTRUCTION OF THE PROPOSED IMPROVEMENTS SHALL BE REPORTED IMMEDIATELY TO THE ENGINEER IN WRITING IN ORDER TO ALLOW FOR NECESSARY ADJUSTMENTS IN THE PLANS.

THE CONTRACTOR SHALL LAYOUT IN THE FIELD ALL THE ELEMENTS OF THE IMPROVEMENTS PRIOR TO AND WELL AHEAD OF CONSTRUCTION TO INSURE THAT ALL COMPONENTS EXIST BETWEEN ANY UNDERGROUND SERVICE UTILITIES AND THE SURFACE. THE CONTRACTOR SHALL BE RESPONSIBLE FOR VERIFYING THE SURFACE ELEVATIONS OF ALL MANHOLES AND CATCH BASINS RELATIVE TO FINISHED GRADES, AND THE PLANNED DISCREPANCIES ENCOUNTERED SHALL BE REPORTED TO THE OWNER AND/OR ENGINEER IN ORDER TO ALLOW FOR NECESSARY ADJUSTMENTS IN THE PLANS.

THE CONTRACTOR(S) SHALL MAINTAIN ACCURATE AND LEGIBLE RECORDS OF ALL INSTALLATIONS AND DELIVER THE SAME TO THE OWNER IN A FORM ADEQUATE TO READILY TRANSFER THE DATA DIRECTLY TO RECORD (AS BUILT) DRAWINGS AS REQUIRED BY THE REVENUE AGENCIES. THE FORM AND ADEQUACY OF THESE RECORDS ARE SUBJECT TO THE APPROVAL OF THE ENGINEER.

INDEX OF DRAWINGS

- 1 - TITLE SHEET
- 2 - PROJECT AREA
- 3 - PROPERTY MAP
- 4 - SITE PLAN
- 5 - TOWER ELEVATION & DETAILS

UTILITY LIST

UTILITY	DESCRIPTION
NAME:	OMEN ELECTRIC COOPERATIVE
ADDRESS:	510 SOUTH MAIN STREET CINCINNATI, KY 45202
CONTACT:	ENGINEERING DEPARTMENT
PHONE:	(900) 372-7812

UTILITY	DESCRIPTION
NAME:	NEAL O'CONNOR
ADDRESS:	ROUTE 1, BOX 8 SPARTA, KY 41086
CONTACT:	
PHONE:	(606) 387-2890

UTILITY	DESCRIPTION
NAME:	CINCINNATI BELL
ADDRESS:	201 EAST FOURTH ST CINCINNATI, OH 45202
CONTACT:	LOU GERBING
PHONE:	(513) 387-6317

UTILITY	DESCRIPTION
NAME:	GALLATIN COUNTY
ADDRESS:	MUSKIE, KY
CONTACT:	
PHONE:	(606) 687-5411

UTILITY	DESCRIPTION
NAME:	BAUMANN ENGINEERING
ADDRESS:	7908 CINCINNATI-LAYTON ROAD, STE. L WEST CHESTER, OH 45089
CONTACT:	LAWRENCE L. BAUMANN, P.E., P.L.S.
PHONE:	(613) 766-3222

UTILITY	DESCRIPTION
NAME:	BOONE ROAD (KY 465)
ADDRESS:	SPARTA, KY 41086
CONTACT:	GLANCE EXCHANGE
PHONE:	(606) 643-3003

COM NET
Construction Services, Inc.
Regional Offices
111 3rd Street, P.O. Box 4534
Cincinnati, Ohio 45202

BAUMANN ENGINEERING

CIVIL ENGINEERING - LAND PLANNING
LAND SURVEYING
7908 CINCINNATI-LAYTON ROAD
SUITE L
WEST CHESTER, OHIO 45089
PHONE: (513) 755-3222
FAX: (513) 755-3776
EMAIL: LBAUMANN@BAUMANNENR.COM

REV.	DESCRIPTION	DATE
10		
9		
8		
7		
6		
5		
4		
3		
2		
1		

LAWRENCE L. BAUMANN
KENTUCKY PE #16005
ENGINEER'S SEAL

PROJECT
SPARTA
COM-NET #: 01-1552
GALLATIN COUNTY, KENTUCKY

PROJECT LOCATION
BOONE ROAD (KY 465)
SPARTA, KY 41086

TITLE SHEET

ISSUE DATE:	SCALE:	DRAWN BY:	CHECKED BY:	DATE:
12.4.98	NO SCALE	MEB	LLB	11.11.98

GENERAL NOTES

REV.	DESCRIPTION	DATE
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SURVEYOR'S SEAL

THIS DRAWING IS BASED ON A SURVEY MADE UNDER MY DIRECTION.

LAWRENCE L. BAUWANN
 SURVEYOR
 LICENSE NO. 95362

PROJECT
 SPARTA
 COMMET #.: 01-1552
 GALLATIN COUNTY, KENTUCKY

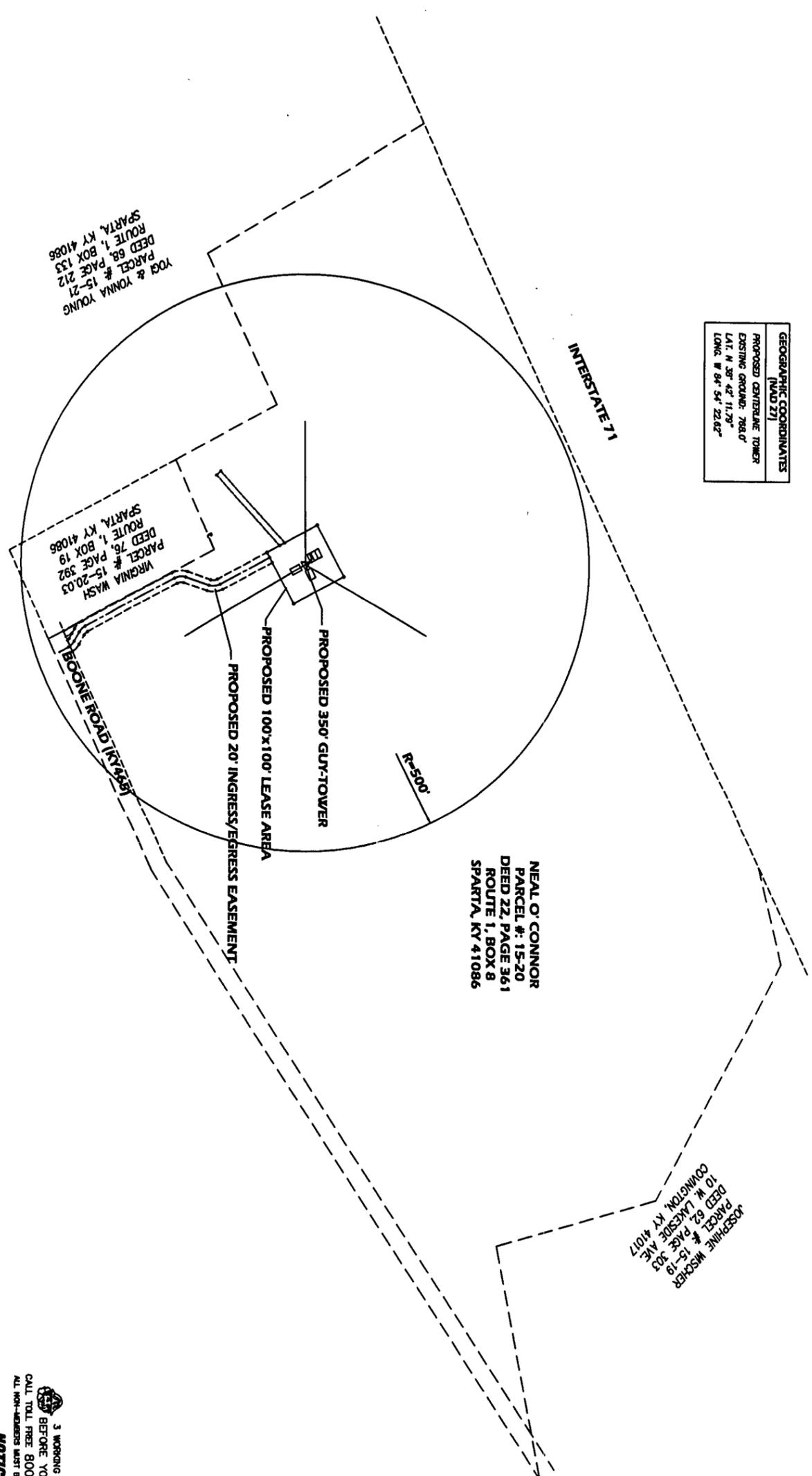
PROJECT LOCATION
 BOONE ROAD (KY 465)
 SPARTA, KY 41086

DRAWING TITLE
PROJECT AREA

ISSUE DATE: 12.4.98	
PROJECT NO: 98345	
SCALE: 1" = 100'	
DRAWN: MEB	
CHECKED: LIB	
DATE: 11.11.98	
	2
	5

LINE LEGEND		LEGEND	
---	EXISTING	---+---	FROM ROD OLD
- - -	PROPOSED	o	FROM ROD OLD
---	PROPERTY/LEASE	o	CALCULATED POINT
---	BOUNDARY	+	TELEPHONE & POWER POLE
---	EASEMENTS	+	BENCH MARK
---	CONTOUR	+	EXISTING
		+	FINISHED SPOT ELEVATION

GEODESIC COORDINATES
 (NAD 27)
 PROPOSED CENTERLINE TOWER
 EXISTING GROUND: 768.6'
 LAT. N 38° 42' 11.29"
 LONG. W 84° 54' 22.62"



LOCATION OF ALL UTILITIES AND UNDERGROUND STRUCTURES SHOWN ARE APPROXIMATE AND ARE NOT NECESSARILY ALL OF THE EXISTING UTILITIES AND STRUCTURES. IT IS THE CONTRACTOR'S RESPONSIBILITY TO DETERMINE THE EXACT LOCATION AND EXISTENCE OF ALL UTILITIES AND UNDERGROUND STRUCTURES.

NOTICE

3 WORKING DAYS BEFORE YOU DIG
 CALL TOLL FREE 800-752-6007
 ALL NON-MEMBERS MUST BE CALLED FIRST!



GENERAL NOTES

REV.	DESCRIPTION	DATE
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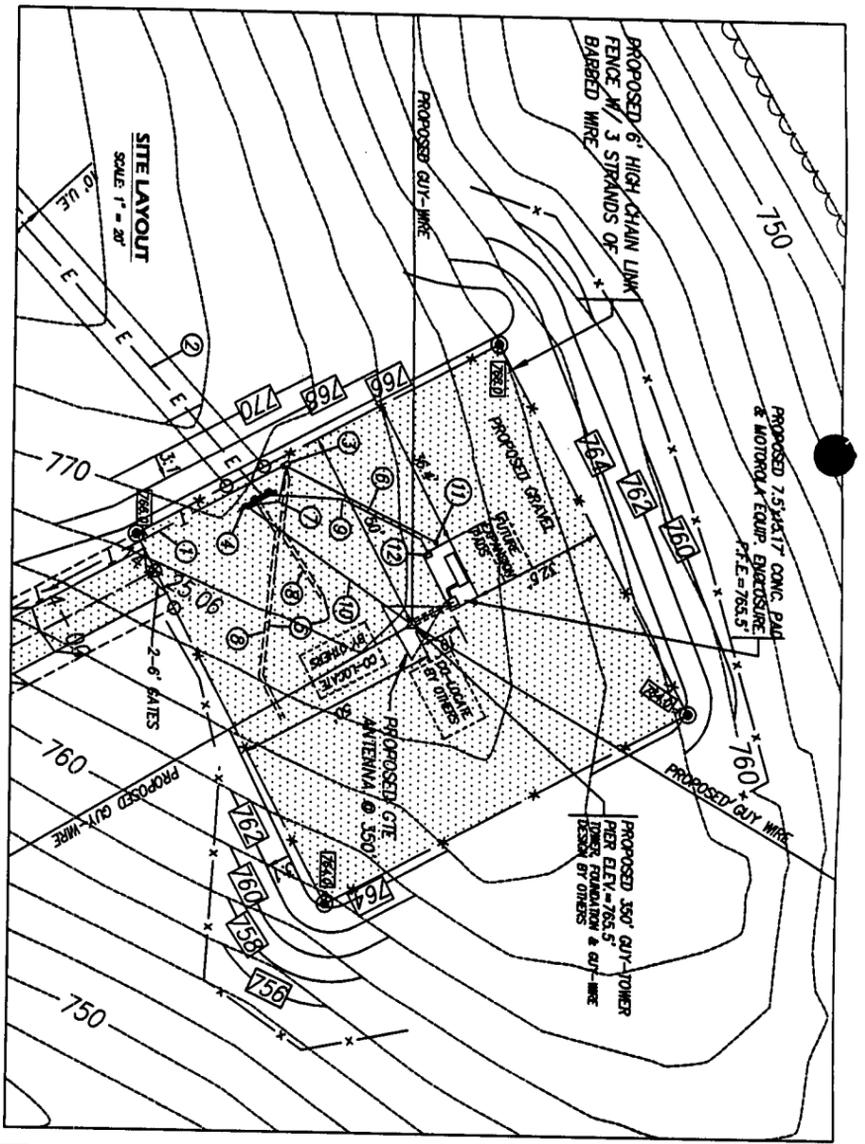
ENGINEER'S SEAL

LAURENCE E. BAUMANN
 KENTUCKY PE # 15006
 PROJECT
 SPARTA
 COMMENT #.: 01-1552
 GALLATIN COUNTY, KENTUCKY

PROJECT LOCATION
 BOONE ROAD (KY 445)
 SPARTA, KY 41086

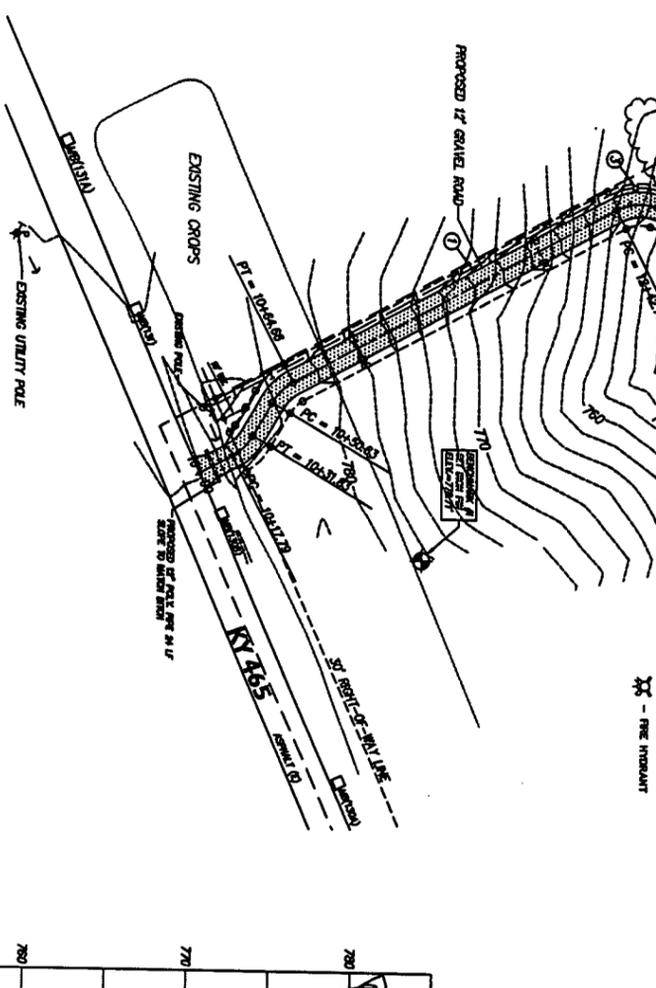
SITE PLAN

DRAWING TITLE	SITE PLAN
ISSUE DATE:	12.4.98
PROJECT NO.:	98345
SCALE:	1" = 40'
DRAWN BY:	4
CHECKED BY:	LIB
DATE:	11.11.98



SITE LAYOUT
 SCALE: 1" = 20'

PV STA = 104.75
 PV ELEV = 781.29
 AL = -114.83
 K = 6.45
 25.00' VC



GRAPHIC SCALE
 (SEE PART 1)
 1 inch = 40 feet

KEY NOTES:

- 1 - PROPOSED 4" CONDUIT WITH FULL STRING FOR TELEPHONE.
- 2 - PROPOSED SECONDARY ELECTRICAL CONDUCTOR IN 4" CONDUIT.
- 3 - PROPOSED 1/2" CONDUIT FOR TELEPHONE.
- 4 - PROPOSED 1/2" CONDUIT FOR TELEPHONE.
- 5 - PROPOSED 1/2" CONDUIT FOR TELEPHONE.
- 6 - PROPOSED 1/2" CONDUIT FOR TELEPHONE.
- 7 - PROPOSED 1/2" CONDUIT FOR TELEPHONE.
- 8 - PROPOSED 1/2" CONDUIT FOR TELEPHONE.
- 9 - PROPOSED 1/2" CONDUIT FOR TELEPHONE.
- 10 - PROPOSED 1/2" CONDUIT FOR TELEPHONE.
- 11 - PROPOSED 1/2" CONDUIT FOR TELEPHONE.
- 12 - PROPOSED 1/2" CONDUIT FOR TELEPHONE.
- 13 - PROPOSED 1/2" CONDUIT FOR TELEPHONE.

NOTICE

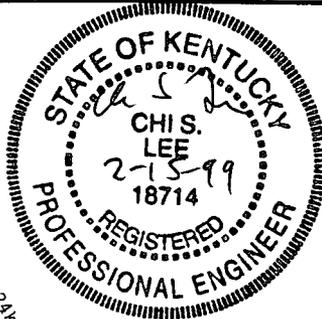
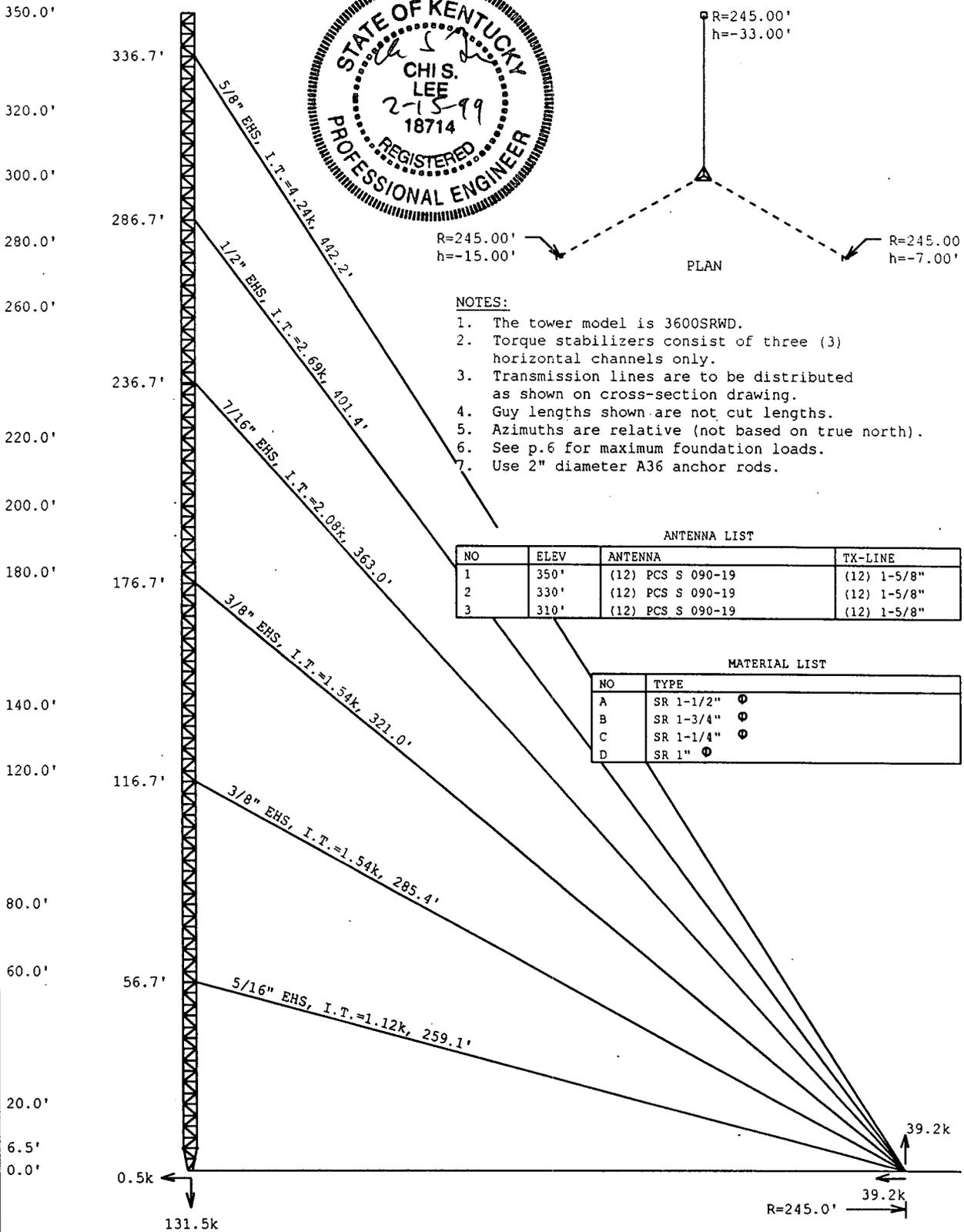
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Leg	50 ksi	SR 1-3/4"	C	SR 1"	C	SR 1"	C	SR 7/8"	SR 1-1/4"	D	A	B	B
Diagonal	36 ksi	SR 1"	C	SR 1"	C	SR 1"	C	SR 1-1/4"	SR 1-1/4"	D	A	B	B
Horizontal	36 ksi	SR 1"	C	SR 1"	C	SR 1"	C	SR 1-1/4"	SR 1-1/4"	D	A	B	B
Brace Bolts	3.0"	Welded Sections											
Face Width	3.0"	3.0"											
Panel Height #Panels	#2 #4	3.3' #99											



NOTES:

1. The tower model is 3600SRWD.
2. Torque stabilizers consist of three (3) horizontal channels only.
3. Transmission lines are to be distributed as shown on cross-section drawing.
4. Guy lengths shown are not cut lengths.
5. Azimuths are relative (not based on true north).
6. See p.6 for maximum foundation loads.
7. Use 2" diameter A36 anchor rods.

ANTENNA LIST

NO	ELEV	ANTENNA	TX-LINE
1	350'	(12) PCS S 090-19	(12) 1-5/8"
2	330'	(12) PCS S 090-19	(12) 1-5/8"
3	310'	(12) PCS S 090-19	(12) 1-5/8"

MATERIAL LIST

NO	TYPE
A	SR 1-1/2" Ⓢ
B	SR 1-3/4" Ⓢ
C	SR 1-1/4" Ⓢ
D	SR 1" Ⓢ

Sabre Communications Corporation
 2101 Murray Street, Sioux City, Iowa 51102
 Phone: (712) 258-6990 Fax: (712) 258-8250

Client: Com-Net Construction Services, Job No: 99-02012 Date: 12 feb 1999
 Location: Sparta, KY (SA1726G) Tower Height: 350.00'
 Standard: ANSI/TIA/EIA 222-F 1996 Design Wind & Ice: 70 mph + 1/2" ice



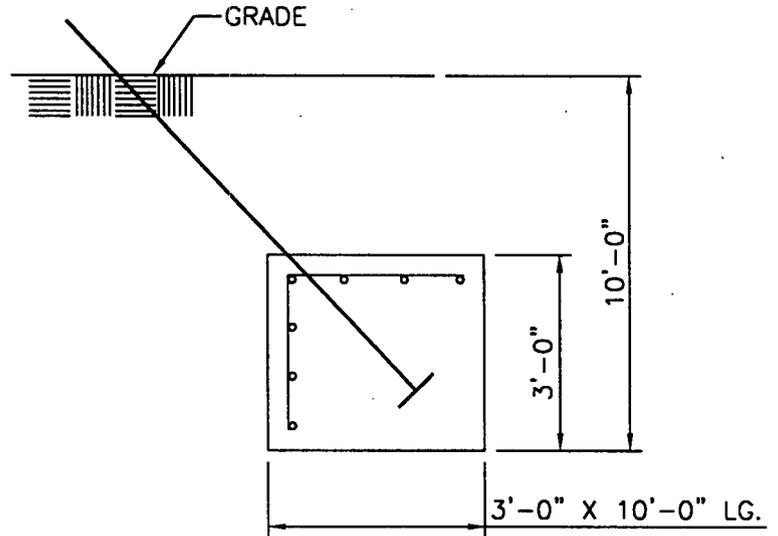
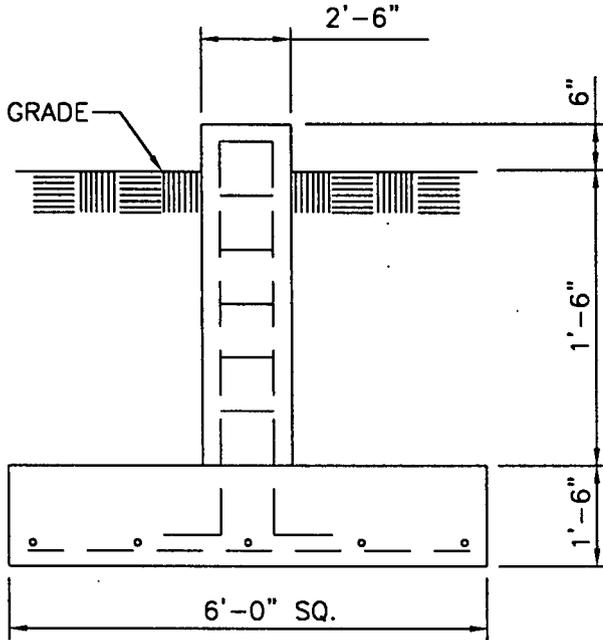
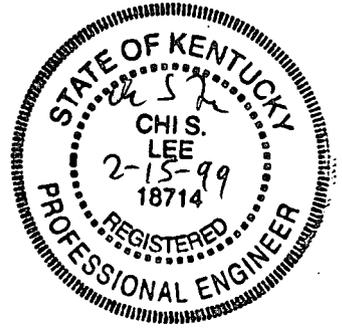
SABRE COMMUNICATIONS CORPORATION
 2101 MURRAY STREET P.O. BOX 658 SIOUX CITY, IOWA 51102
 PHONE: (712) 258-6690 FAX: (712) 258-8250

NO. SA1726-G
 COVER PAGE 2
 DATE 2/12/99
 BY KJT/MLC

CUSTOMER: COM-NET CONSTRUCTION SERVICES

SITE: SPARTA, KY

TITLE: 350 FT. MODEL 3600 SRW GUYED TOWER (36" FACE) AT
 70 MPH WIND + 1/2" ICE PER EIA-222-F-1996.
 ANTENNA LOADING PER PAGE 1 OF STRESS ANALYSIS.



TOWER BASE

(2.36 CU. YDS. EACH)

GUY ANCHOR

(3.33 CU. YDS. EACH)

REBAR SCHEDULE PER TOWER BASE AND GUY ANCHOR	
TOWER BASE	PIER: (6) #7 V-BARS W/ #3 TIES @ 12" C/C PAD: (7) #7 H-BARS EA. WAY EVENLY SPACED BOT ONLY
GUY ANCHOR	(7) #7 H-BARS X 9'-6" (10) #3 BENT BARS EVENLY SPACED

NOTES

- 1). CONCRETE SHALL HAVE A MINIMUM 28 DAY COMPRESSIVE STRENGTH OF 3000 PSI, IN ACCORDANCE WITH ACI 318-95.
- 2). 3" MINIMUM CONCRETE COVER.
- 3). REBARS PER ASTM A615 GR. 60.
- 4). FOUNDATION DESIGNS ARE BASED ON SOILS REPORT (JOB NO. 05910.0203) BY ATC, DATED 11/30/98

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**GEOTECHNICAL INVESTIGATION REPORT
TOWER SITE 01-1552
STATE ROUTE 465 AND STATE ROUTE 35
SPARTA, KENTUCKY**

ATC FILE NUMBER: 05910.0203

Prepared for: Com-Net Construction Services, Inc.
Attention Mr. Frank Messer
111 Tri-County Parkway
Cincinnati, Ohio 45246

Prepared By: ATC Associates Inc.
11121 Canal Road
Cincinnati, Ohio 45241

November 30, 1998



ENVIRONMENTAL, GEOTECHNICAL AND MATERIALS PROFESSIONALS

11121 Canal Road
Cincinnati, OH 45241-1861
(513) 771-2112
FAX (513) 782-6908

November 30, 1998

Com-Net Construction Services, Inc.
Attention Mr. Frank Messer
111 Tri-County Parkway
Cincinnati, Ohio 45246

RE: Geotechnical Investigation Report
Tower Site 01-1552
State Route 465 and State Route 35
Sparta, Kentucky
ATC File Number: 05910.0203

Gentlemen:

In compliance with your recent request, we have completed a subsurface investigation and evaluation for the above referenced project. It is our pleasure to transmit herewith three (3) copies of our written report of the result of this investigation. This work was performed in accordance with our written proposal dated May 5, 1998, and was authorized by Ms. Laura Messer on October 13, 1998.

If you should have any questions regarding this site or our report, please feel free to call us at your convenience. It has been a pleasure working with you on this project.

Very Truly Yours,

ATC Associates Inc.

Malcolm D. Hargraves, P.E.
Staff Engineer I

MDH/mlw

James P. Kapsho, P.E.
Principal Engineer

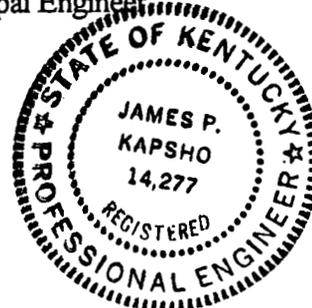


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GEOTECHNICAL INVESTIGATION REPORT

**TOWER SITE 01-1552
STATE ROUTE 465 AND STATE ROUTE 35
SPARTA, KENTUCKY**

ATC FILE NUMBER: 05910.0203

1.0 INTRODUCTION

This report presents the results of a geotechnical investigation and soils evaluation for the proposed telecommunication tower. This study was performed in general accordance with the written proposal dated May 5, 1998 and was authorized by Ms. Laura Messer on October 13, 1998.

The purpose of this investigation was to determine the types of subsoils and bedrock present at the proposed site and to evaluate their suitability for the proposed tower and to make comments and recommendations relative to the design of the tower foundation. Also, selected pertinent comments and recommendations regarding the proposed construction are provided.

The scope of this investigation included a review of available geologic and soils data for the project area, a subsurface investigation consisting of four (4) standard test borings, located as shown on the attached Boring Location Plan in the Appendix, field and laboratory soil testing, and an engineering analysis and evaluation of the subsurface conditions encountered at this site.

2.0 PROJECT AND SITE CHARACTERISTICS

The tower comprising this project is to be constructed on a roughly 30 acre parcel of land located about one quarter of a mile southwest of the State Route 465 - State Route 35 intersection near Sparta, Kentucky. The actual site is a 100 feet by 100 feet lease area about 500 feet southeast of State Route 465 in a vegetated farm field (see Boring Location Plan in the Appendix).

The proposed tower is a guy supported structure about 350 feet in height. It is presumed that the tower will rest on a reinforced concrete pad and will be connected by guy wires at 3 distinct anchor or blocks, also presumed to be constructed of reinforced concrete. As of the writing of this report, ATC is not aware of the foundation loads at the tower base or the anchor points.

3.0 GENERAL SUBSURFACE CONDITIONS

Using standard rotary drill equipment, ATC made four (4) standard test borings plus rock coring for this investigation. The soil and rock samples were returned to our laboratory in Cincinnati, Ohio, for the required analysis, testing and evaluation.

It should be noted that stratification lines shown on the boring logs represent approximate transitions between material types. In-situ strata changes could occur gradually or at slightly different levels. Also, it should be noted that the borings depict conditions at the particular location and times indicated. Some conditions, particularly groundwater levels, could change with time.

The subsurface profile and groundwater conditions are described in detail on the boring logs located in the Appendix to this report, but in general terms consist of the following:

3.1 Soil Profile

The soil borings encountered about 3 to 4 inches of topsoil material on the project site. This was underlain by light brown/orange-brown to beige silty clay with traces of root hairs and oxide stains, disclosed to depths ranging from 3 to 8 feet below the surface. In some samples of this material, a light olive brown tint or brown mottling (where oxide stains were more prevalent) became partially evident, generally at deeper sample intervals. Standard Penetration (N) values in this silty clay material ranged from 13 to 29 blows per foot (bpf), indicative of a stiff to very stiff soil consistency.

Brown to olive brown silty clay with varying amounts of limestone lens fragments was generally encountered below about 3 to 8 feet deep and disclosed to depths ranging from 10 to 12 feet below the present surface grades. N-values in this material, a residual soil derived from the weathering of the local bedrock, varied from 24 to greater than 50 bpf, and were generally greater than 30 bpf.

Soft, weathered, gray shale and limestone bedrock was encountered below depths ranging from 10 to 12 feet below grade. This material was exposed to the point of auger refusal at 12 to 16 feet deep.

3.2 Groundwater Conditions

Observations concerning groundwater were made during the drilling operations. No water was noted in the boreholes or on the drilling and sampling tools, prior to rock coring operations.

The observed groundwater level depends on normal variations in precipitation and surface runoff amounts. Fluctuations in groundwater can only be determined through observations made in cased holes, the construction of which was beyond the scope of this investigation.

4.0 GEOTECHNICAL CONCLUSIONS & TOWER FOUNDATION RECOMMENDATIONS

Based upon the field and laboratory tests on the subsurface materials, the following conclusions and soil parameters were developed. At present the subsurface conditions revealed at this site are considered suitable for the proposed structure. If there are any subsequent changes to the proposed development, ATC should be allowed to review the revised plans to determine if the conclusions of this report need to be modified.

4.1 Tower Base Foundation

The soil borings encountered stiff to very stiff silty clay soils on the site. Field and laboratory tests of these materials indicate that a spread type foundation is feasible for the tower base foundation. Based upon this information, it is recommended that the tower base foundation bearing in the stiff to very stiff silty clay soils be designed for a maximum net allowable bearing pressure of 4,000 pounds per square foot (psf).

In using net allowable soil pressures, the weight of the footings and backfill over the footings need not be used for dimensioning. Furthermore, isolated footings should be at least 24 inches square, respectively (or as per applicable building code requirements, whichever is larger) for protection of shear punch through the foundation soils. The above stated recommended soil bearing value should be considered an upper limit, and any values less than that listed above would be acceptable for the foundation system.

4.2 Guy Anchors

The guy anchors have to resist vertical and horizontal ("pull out") loadings resulting from the guy wires that will be in tension during wind events. Borings 2 through 4, drilled at the locations of the respective anchors, revealed very stiff soils on the site. Based upon this information and assuming an undrained (rapid) failure for transient loadings, a maximum allowable passive pressure of 1,800 psf is recommended for the natural soil. In addition, an estimated soil adhesion value of 450 psf on the base and sides parallel to the direction of tension of the concrete anchor block should be used for sliding resistance. These soil parameter estimates include a factor of safety equal to 3 against a lateral failure.

Vertical forces on the anchor are primarily resisted by soil weight and the dead weight of the concrete block. A soil unit weight of 120 pounds per cubic foot (pcf) and a concrete unit weight of 150 pcf should be used to calculate uplift resistance.

4.3 General Foundation Comments

All foundation elements and anchor blocks should be placed at a minimum depth of 2.5 feet or greater below finished exterior grades for frost protection. If any soft, wet, organic or loose soil, or any old fill is encountered, the excavations should be extended downward so that the footings rest on firm soils.

All foundation bearing surfaces should be protected against freezing, the surface water and undue disturbance as the cohesive soils will tend to soften and increase settlements in such cases. If at all possible, the footing concrete should be placed the same day that the excavation takes place. If this is not feasible, proper protection of the footing excavations should be provided. All footing excavations should be inspected to assure that adequate bearing is achieved before placing concrete for the foundations.

5.0 FIELD AND LABORATORY INVESTIGATIONS

5.1 Scope

Field investigations to determine the general engineering characteristics of the foundation materials for this project included the performance of four (4) test borings located approximately as shown on the enclosed Boring Location Plan, and the performance of standard penetration tests on the in-situ soils. The apparent groundwater level at the borings location was also determined.

The types of foundation materials encountered in the test borings have been visually classified by ATC engineering staff, and are described in detail on the boring logs. The results of the field penetration tests, strength tests and water level observations are present on the boring logs. Representative samples of the soils encountered in the field were placed in sample jars and are now stored in our laboratory for further analysis, if desired. Unless we are notified to the contrary, all samples will be disposed of 30 days from the date of this report.

5.2 Field Investigations

The borings were performed with a truck-mounted drilling rig equipped with a rotary head. Conventional hollow-stem augers were used to advance the hole. Representative samples of the in-situ soils were obtained employing split-barrel sampling procedures in accordance with ASTM Procedures D-1586.

5.3 Laboratory Investigations

In conjunction with the field investigations, a supplemental laboratory investigation was conducted to determine additional pertinent engineering characteristics of the subsurface materials necessary for analyzing the behavior of the foundation for the proposed structure. The laboratory testing program included supplementary visual classification tests on all samples. Hand penetrometer, moisture content and Atterberg Limits tests were made on selected samples of soil. All phases of the laboratory investigation were conducted in general accordance with applicable ASTM specifications and procedures.

6.0 LIMITATIONS OF STUDY

Differing Conditions

Our recommendations for this project were developed utilizing subsurface information obtained from the test boring that was made at the proposed site. At this time we would like to point out that test boring only depicts the subsurface conditions at the specific location and time at which it was made. The subsurface conditions at other locations on the site may differ from those occurring at the boring locations. If deviations from the noted subsurface conditions are encountered during construction, they should be brought to the attention of the geotechnical engineer.

Changes in Plans

The conclusions and recommendations herein have been based upon the available subsurface information and the preliminary design details furnished by a representative of the owner of the proposed project and/or as assumed herein. Any revision in the plans for the proposed construction from those anticipated in this report should be brought to the attention of the geotechnical engineer to determine whether any changes in the foundation or earthwork recommendations are necessary.

Recommendations vs. Final Design

This report and the recommendations included within are not to be considered a final design, but rather as a basis for the final design to be completed by others (architect, civil or structural engineer, etc.). It is the client's responsibility to insure that the recommendations of the geotechnical engineer are properly integrated into the design, and that the geotechnical engineer is provided the opportunity for design input and comment after the submittal of this report, as needed. We recommend that this firm be retained to review the final construction documents to confirm that the proposed project design sufficiently considers our geotechnical recommendations. We also suggest that our firm be represented at pre-bid and/or pre-construction meetings regarding this project to offer any needed clarification of the geotechnical information to all involved.

Construction Issues

Although general constructability issues have been considered in this report, the means, methods, techniques, sequences and operations of construction, safety precautions, and all items incidental thereto and consequences of, are the responsibility of parties to the project other than ATEC. This office should be contacted if additional guidance is needed in these matters.

Report Interpretation

This company is not responsible for the conclusions, opinions, or recommendations made by others based upon the data included herein. It is the client's responsibility to seek any guidance and clarifications from the geotechnical engineer needed for proper interpretation of this report.

Environmental Considerations

The scope of our services does not include any environmental assessment or investigation for the presence or absence of hazardous or toxic materials in the soil, groundwater, or surface water within or beyond the site studied. Any statements in this report or on the test boring logs regarding odors, staining of soils, or other unusual conditions observed are strictly for the information of our client. Unless complete environmental information regarding the site is already available, an environmental assessment is recommended prior to the development of this site.

Standard of Care

Our professional services have been performed, our findings obtained, and our recommendations prepared in accordance with generally accepted geotechnical engineering principles and practices. This statement is made in lieu of all other warranties either express or implied.

APPENDIX

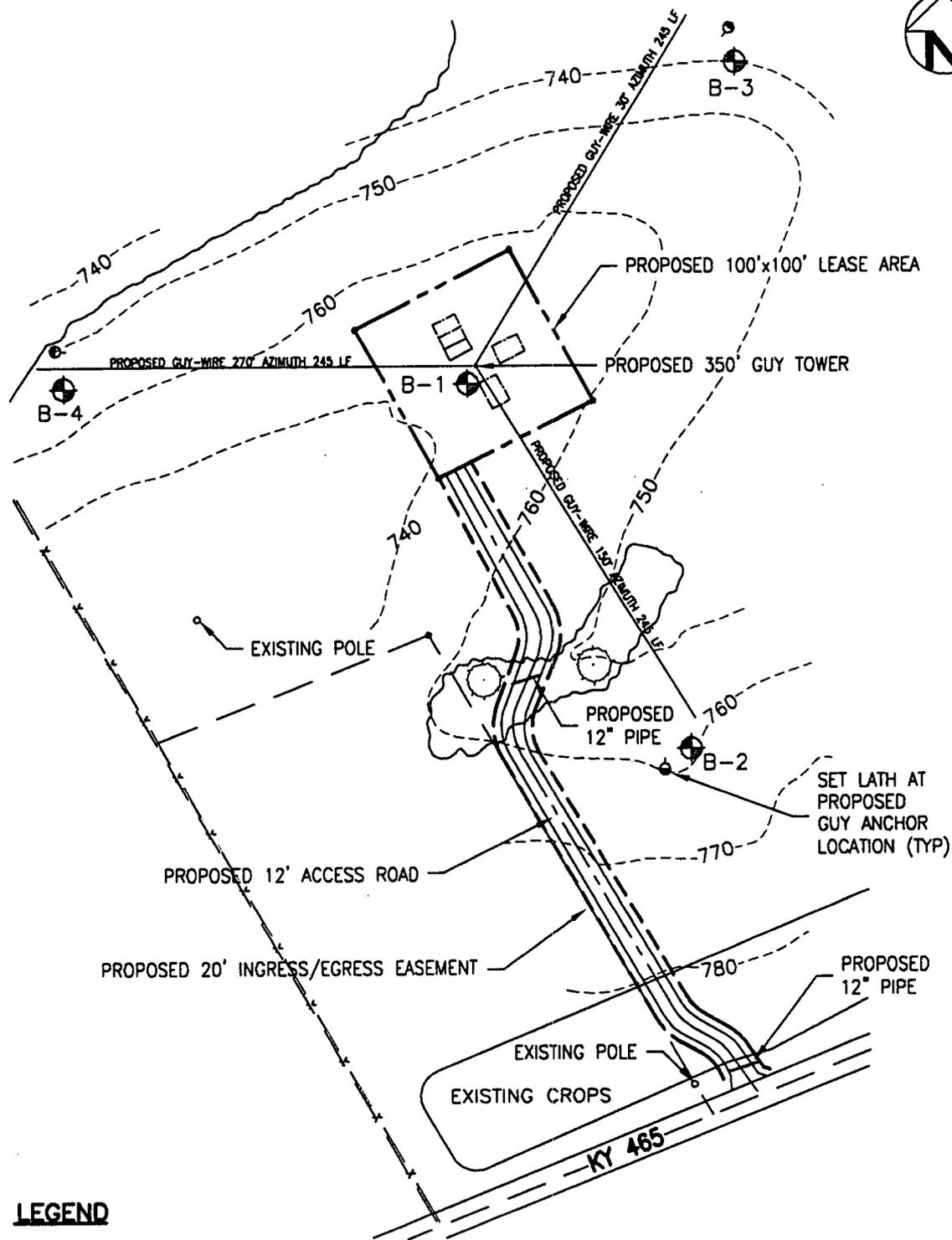
Boring Location Plan

Logs of Borings

Unified Soil Classification

Field Classification of System for Soil Exploration

Important Information About Your Report



LEGEND

- 700-- CONTOUR LINES
- X-X-X- FENCE LINE
- ⊕ - BORING LOCATION INDICATOR

BORING LOCATION MAP
 COM-NET CONSTRUCTION SERVICE, INC.
 TOWER SITE 01-1552
 STATE ROUTES 465 & 35
 SPARTA, KENTUCKY

PROJECT NO. 05910.0202	
SCALE 1 in. ~ 100 ft.	
FIGURE NO. 1	
DRAWN BY DLG	APPROVED BY MIDH



CLIENT Com-Net Construction Services, Inc.
 PROJECT NAME Tower Site 01-1552
 PROJECT LOCATION State Route 465 and State Route 35
Sparta, Kentucky

BORING # 1
 JOB # 05910.0203
 DRAWN BY mlw
 APPROVED BY MDH

DRILLING and SAMPLING INFORMATION

TEST DATA

Date Started 10/28/98 Hammer Wt. 140 lbs.
 Date Completed 10/28/98 Hammer Drop 30 in.
 Drill Foreman D. Fisher Spoon Sampler OD _____ in.
 Inspector _____ Rock Core Dia. _____ in.
 Boring Method HSA Shelby Tube OD _____ in.

SOIL CLASSIFICATION	Stratum Depth	Depth Scale	Sample No.	Sample Type	Sampler Graphics Recovery Graphics	Groundwater	Standard Penetration Test, N - blows/foot	Qu- <u>tsf</u> Unconfined Compressive Strength	PP- <u>tsf</u> Pocket Penetrometer	Moisture Content %	Liquid Limit (LL)	Plastic Limit (PL)	Remarks
Topsoil	0.3												
Light orange-brown with trace beige SILTY CLAY. (CL) slightly moist, stiff			1	SS			13		4.5+	18.9			
Light olive brown/beige SILTY CLAY with trace oxide stains. (CL) moist, very stiff	3.0		2	SS			18		3.25	19.5			
		5											
Brown to light olive brown SILTY CLAY with traces of limestone lens fragments. (CL) [residual soil] moist, hard	6.0		3	SS			40			12.5			
			4	SS			47		4.5+	16.8			
	10												
Soft gray WEATHERED SHALE.	12.0												
			5	SS			65/0.6'						
	15												
Boring discontinued at 16.0 feet depth due to auger refusal.	16.0												

Sample Type
 SS - Driven Split Spoon
 ST - Pressed Shelby Tube
 CA - Continuous Flight Auger
 RC - Rock Core
 CU - Cuttings
 CT - Continuous Tube

Depth to Groundwater
 ● Noted on Drilling Tools Dry ft.
 † At Completion (in augers) _____ ft.
 ⊕ At Completion (open hole) _____ ft.
 ∇ After _____ hours _____ ft.
 ∇ After _____ hours _____ ft.
 ⊠ Cave Depth 12.0 ft.

Boring Method
 HSA - Hollow Stem Augers
 CFA - Continuous Flight Augers
 DC - Driving Casing
 MD - Mud Drilling

CLIENT Com-Net Construction Services, Inc.
 PROJECT NAME Tower Site 01-1552
 PROJECT LOCATION State Route 465 and State Route 35
Sparta, Kentucky

BORING # 2
 JOB # 05910.0203
 DRAWN BY mlw
 APPROVED BY MDH

DRILLING and SAMPLING INFORMATION

TEST DATA

Date Started 10/28/98 Hammer Wt. 140 lbs.
 Date Completed 10/28/98 Hammer Drop 30 in.
 Drill Foreman D. Fisher Spoon Sampler OD _____ in.
 Inspector _____ Rock Core Dia. _____ in.
 Boring Method HSA Shelby Tube OD _____ in.

SOIL CLASSIFICATION	Stratum Depth	Depth Scale	Sample No.	Sample Type	Sampler Graphics Recovery Graphics	Groundwater	Standard Penetration Test, N - blows/foot	Qu-tsif Unconfined Compressive Strength	PP-tsif Pocket Penetrometer	Moisture Content %	Liquid Limit (LL)	Plastic Limit (PL)	Remarks
Topsoil Light orange-brown to beige SILTY CLAY with traces of oxides and root hairs. (CL) moist, very stiff	0.3		1	SS			22		4.0	12.0			
-brown mottling in Sample 3 where heavier oxide staining noted.			2	SS			25		3.25	17.3	32	15	
		5	3	SS			29		4.0	20.8			
Brown SILTY CLAY with some limestone lens fragments. (CL) [residual soil] slightly moist, hard	8.0		4	SS			50/0.2'						
Soft gray WEATHERED SHALE.	10.0	10											
Boring discontinued at 11.5 feet depth due to auger refusal.	11.5		5	SS			50/0.3'						

Sample Type
 SS - Driven Split Spoon
 ST - Pressed Shelby Tube
 CA - Continuous Flight Auger
 RC - Rock Core
 CU - Cuttings
 CT - Continuous Tube

Depth to Groundwater
 ☉ Noted on Drilling Tools Dry ft.
 ⊕ At Completion (in augers) _____ ft.
 ⊕ At Completion (open hole) _____ ft.
 ∇ After _____ hours _____ ft.
 ∇ After _____ hours _____ ft.
 ☒ Cave Depth 7.5 ft.

Boring Method
 HSA - Hollow Stem Augers
 CFA - Continuous Flight Augers
 DC - Driving Casing
 MD - Mud Drilling

CLIENT Com-Net Construction Services, Inc.
 PROJECT NAME Tower Site 01-1552
 PROJECT LOCATION State Route 465 and State Route 35
Sparta, Kentucky

BORING # 3
 JOB # 05910.0203
 DRAWN BY mlw
 APPROVED BY MDH

DRILLING and SAMPLING INFORMATION

Date Started 10/28/98 Hammer Wt. 140 lbs.
 Date Completed 10/28/98 Hammer Drop 30 in.
 Drill Foreman D. Fisher Spoon Sampler OD _____ in.
 Inspector _____ Rock Core Dia. _____ in.
 Boring Method HSA Shelby Tube OD _____ in.

TEST DATA

SOIL CLASSIFICATION	Stratum Depth	Depth Scale	Sample No.	Sample Type	Sampler Graphics Recovery Graphics	Groundwater	Standard Penetration Test, N - blows/foot	QU-tsf Unconfined Compressive Strength	PP-tsf Pocket Penetrometer	Moisture Content %	Liquid Limit (LL)	Plastic Limit (PL)	Remarks
Topsoil	0.3												
Light brown SILTY CLAY with traces of oxide stains. (CL) moist, very stiff	3.0		1	SS			20			18.9			
Brown/olive brown to olive SILTY CLAY with traces of limestone lens fragments. (CL) [residual soil] moist to slightly moist, hard	5		2	SS			35			19.2			
-laminated structure in Samples 3 and 4.	10		3	SS			34		3.25	16.9			
	10		4	SS			40			18.0			
Boring discontinued at 12.0 feet depth due to auger refusal.	12.0												

Sample Type

- SS - Driven Split Spoon
- ST - Pressed Shelby Tube
- CA - Continuous Flight Auger
- RC - Rock Core
- CU - Cuttings
- CT - Continuous Tube

Depth to Groundwater

- ☉ Noted on Drilling Tools Dry ft.
- ⊕ At Completion (in augers) _____ ft.
- ⊕ At Completion (open hole) _____ ft.
- ⚡ After _____ hours _____ ft.
- ⚡ After _____ hours _____ ft.
- ⚡ Cave Depth 6.5 ft.

Boring Method

- HSA - Hollow Stem Augers
- CFA - Continuous Flight Augers
- DC - Driving Casing
- MD - Mud Drilling

CLIENT Com-Net Construction Services, Inc.
PROJECT NAME Tower Site 01-1552
PROJECT LOCATION State Route 465 and State Route 35
Sparta, Kentucky

BORING # 4
JOB # 05910.0203
DRAWN BY mlw
APPROVED BY MJH

DRILLING and SAMPLING INFORMATION

TEST DATA

Date Started 10/28/98 Hammer Wt. 140 lbs.
Date Completed 10/28/98 Hammer Drop 30 in.
Drill Foreman D. Fisher Spoon Sampler OD _____ in.
Inspector _____ Rock Core Dia. _____ in.
Boring Method HSA Shelby Tube OD _____ in.

SOIL CLASSIFICATION	Stratum Depth	Depth Scale	Sample No.	Sample Type	Sampler Graphics Recovery Graphics	Groundwater	Standard Penetration Test, N - blows/foot	Qu-tsif Unconfined Compressive Strength	PP-tsif Pocket Penetrometer	Moisture Content %	Liquid Limit (LL)	Plastic Limit (PL)	Remarks
Topsoil	0.3												
Brown/orange-brown SILTY CLAY with traces of oxide stains. (CL) moist, very stiff			1	SS			19		4.5	18.0			
			2	SS			24	6.6		20.6			
		5											
Brown SILTY CLAY with traces of limestone lens fragments. (CL) [weathered residual soil] very stiff to hard	6.0		3	SS			51			19.1			
			4	SS			24			20.8			
		10											
Limestone rock fragments.	12.0												
Boring discontinued at 13.5 feet depth due to auger refusal.	13.5		5	SS			50/0.2						

Sample Type

- SS - Driven Split Spoon
- ST - Pressed Shelby Tube
- CA - Continuous Flight Auger
- RC - Rock Core
- CU - Cuttings
- CT - Continuous Tube

Depth to Groundwater

- Noted on Drilling Tools Dry ft.
- ⊕ At Completion (in augers) _____ ft.
- ⊕ At Completion (open hole) _____ ft.
- ∇ After _____ hours _____ ft.
- ∇ After _____ hours _____ ft.
- ⊠ Cave Depth 9.5 ft.

Boring Method

- HSA - Hollow Stem Augers
- CFA - Continuous Flight Augers
- DC - Driving Casing
- MD - Mud Drilling

Unified Soil Classification System

Major Divisions		Group Symbol	Typical Names	Laboratory Classifications Criteria		
COARSE GRAINED SOILS (More than half of material is larger than No. 200 sieve)	Gravels (More than half of coarse fraction is larger than No. 4 sieve)	Clean gravels	GW	Well graded gravels, gravel-sand mixtures, little or no fines.	$C_u = \frac{D_{60}}{D_{10}} > 4 : 1$ $C_c = \frac{(D_{30})^2}{D_{10} \times D_{60}} < 3$	
		Gravels with fines	GP	Poorly graded gravels, gravel-sand mixtures, little or no fines		Not meeting all gradation requirements for GW
		Sands (More than half of coarse fraction is smaller than No. 4 sieve)	Clean sands	SW	Well graded sands, gravelly sands, little or no fines	$C_u = \frac{D_{60}}{D_{10}} > 6 : 1$ $C_c = \frac{(D_{30})^2}{D_{10} \times D_{60}} < 3$
			Sands with fines	SM	Silty sands, sand-silt mixtures	
	FINE GRAINED SOILS (More than half of material is smaller than No. 200 sieve)	Silts and Clays (LL less than 50)	ML	Inorganic silts, very fine sands, rock flour, silty or clayey fine sands or clayey silts with slight plasticity	Determine percentages of sand and gravel from grain size curve. Depending on percentage of fines (fraction smaller than No. 200 sieve size), coarse grained soils, are classified as follow: Less than 5% GW, GP, SW, SM, SP More than 12% GM, GC, SM, SC 5 to 12% Borderline cases requiring dual symbols	
			CL	Inorganic clays of low to medium plasticity, gravelly clays, sandy clays, silty clays, lean clays		
			OL	Organic silts and organic silty clays of low plasticity		
		Silts and Clays (LL greater than 50)	MH	Inorganic silts, micaceous or diatomaceous fine sandy or silty soils, elastic silts	1. Plot intersection of PI and LL as determined from Atterberg Limits tests. 2. Points plotted above A line indicate clay soils, those below the A line indicate silt.	
			CH	Inorganic clays of high plasticity, fat clays		
			OH	Organic clays of medium to high plasticity, organic silts		
Highly Organic Soil		Pt	Peat or other highly organic soils			

Liquid Limit (LL)
Plasticity Chart



FIELD CLASSIFICATION SYSTEM FOR SOIL EXPLORATION

NON COHESIVE SOILS

(Silt, Sand, Gravel and Combinations)

Density

Very Loose	- 5 blows/ft. or less
Loose	- 6 to 10 blows/ft.
Medium Dense	-11 to 30 blows/ft.
Dense	-31 to 50 blows/ft.
Very Dense	-51 blows/ft. or more

Particle Size Identification

Boulders	-8 inch diameter or more
Cobbles	-3 to 8 inch diameter
Gravel	-Coarse -1 to 3 inch
	Medium -½ to 1 inch
	Fine -¼ to ½ inch
Sand	-Coarse 2.00mm to ¼ inch (dia. of pencil lead)
	Medium 0.42 to 2.00mm (dia. of broom straw)
	Fine 0.074 to 0.42mm (Dia. of human hair)
Silt	0.074 to 0.002mm
	(Cannot see particles)

Relative Proportions

Descriptive Term	Percent
Trace	1 -10
Little	11-20
Some	21-35
And	36-50

COHESIVE SOILS

(Clay, Silt and Combinations)

Consistency

Very Soft	- 3 blows/ft. or less
Soft	- 4 to 5 blows/ft.
Medium Stiff	- 6 to 10 blows/ft.
Stiff	-11 to 15 blows/ft.
Very Stiff	-16 to 30 blows/ft.
Hard	-31 blows/ft. or more

Plasticity

Degree of Plasticity	Plasticity Index
None to slight	0- 4
Slight	5- 7
Medium	8-22
High to Very High	over 22

Classification on logs are made by visual inspection of samples.

Standard Penetration Test—Driving a 2.0" O.D., 1-¾" I.D., sampler a distance of 1.0 foot into undisturbed soil with a 140 pound hammer free falling a distance of 30.0 inches. It is customary for ATEC to drive the spoon 6.0 inches to seat into undisturbed soil, then perform the test. The number of hammer blows for seating the spoon and making the test are recorded for each 6.0 inches of penetration (Example—6/8/9). The standard penetration test result can be obtained by adding the last two figures (i.e. 8 + 9 = 17 blows/ft.). (ASTM D-1586-67)

Strata Changes — In the Column "Soil Descriptions" on the drill log the horizontal lines represent strata changes. A solid line (_____) represents an actually observed change a dashed line (- - - - -) represents an estimated change.

Ground Water observations were made at the times indicated. Porosity of soil strata, weather conditions, site topography, etc., may cause changes in the water levels indicated on the logs.



ENVIRONMENTAL, GEOTECHNICAL AND MATERIALS PROFESSIONALS

IMPORTANT INFORMATION ABOUT YOUR GEOTECHNICAL ENGINEERING REPORT

As the client of a consulting geotechnical engineer, you should know that site subsurface conditions cause more construction problems than any other factor. ASFE/The Association of Engineering Firms Practicing in the Geosciences offers the following suggestions and observations to help you manage your risks.

A GEOTECHNICAL ENGINEERING REPORT IS BASED ON A UNIQUE SET OF PROJECT-SPECIFIC FACTORS

Your geotechnical engineering report is based on a subsurface exploration plan designed to consider a unique set of project-specific factors. These factors typically include: the general nature of the structure involved, its size, and configuration; the location of the structure on the site; other improvements, such as access roads, parking lots, and underground utilities; and the additional risk created by scope-of-service limitations imposed by the client. To help avoid costly problems, ask your geotechnical engineer to evaluate how factors that change subsequent to the date of the report may affect the report's recommendations.

Unless your geotechnical engineer indicates otherwise, do not use your geotechnical engineering report:

- when the nature of the proposed structure is changed, for example, if an office building will be erected instead of a parking garage, or a refrigerated warehouse will be built instead of an unrefrigerated one;
- when the size, elevation, or configuration of the proposed structure is altered;
- when the location or orientation of the proposed structure is modified;
- when there is a change of ownership; or
- for application to an adjacent site.

Geotechnical engineers cannot accept responsibility for problems that may occur if they are not consulted after factors considered in their report's development have changed.

SUBSURFACE CONDITIONS CAN CHANGE

A geotechnical engineering report is based on conditions that existed at the time of subsurface exploration. Do not base construction decisions on a geotechnical engineering report whose adequacy may have been affected by time. Speak with your geotechnical consultant to learn if additional tests are advisable before construction starts. Note, too, that additional tests may be required when subsurface conditions are affected by construction operations at or adjacent to the site, or by natural events such as floods, earthquakes, or ground water fluctuations. Keep your geotechnical consultant apprised of any such events.

MOST GEOTECHNICAL FINDINGS ARE PROFESSIONAL JUDGMENTS

Site exploration identifies actual subsurface conditions only at those points where samples are taken. The data were extrapolated by your geotechnical engineer who then applied judgment to render an opinion about overall subsurface conditions. The actual interface between materials may be far more gradual or abrupt than your report indicates. Actual conditions in areas not sampled may differ from those predicted in your report. While nothing can be done to prevent such situations, you and your geotechnical engineer can work together to help minimize their impact. Retaining your geotechnical engineer to observe construction can be particularly beneficial in this respect.

A REPORT'S RECOMMENDATIONS CAN ONLY BE PRELIMINARY

The construction recommendations included in your geotechnical engineer's report are preliminary, because they must be based on the assumption that conditions revealed through selective exploratory sampling are indicative of actual conditions throughout a site. Because actual subsurface conditions can be discerned only during earthwork, you should retain your geotechnical engineer to observe actual conditions and to finalize recommendations. Only the geotechnical engineer who prepared the report is fully familiar with the background information needed to determine whether or not the report's recommendations are valid and whether or not the contractor is abiding by applicable recommendations. The geotechnical engineer who developed your report cannot assume responsibility or liability for the adequacy of the report's recommendations if another party is retained to observe construction.

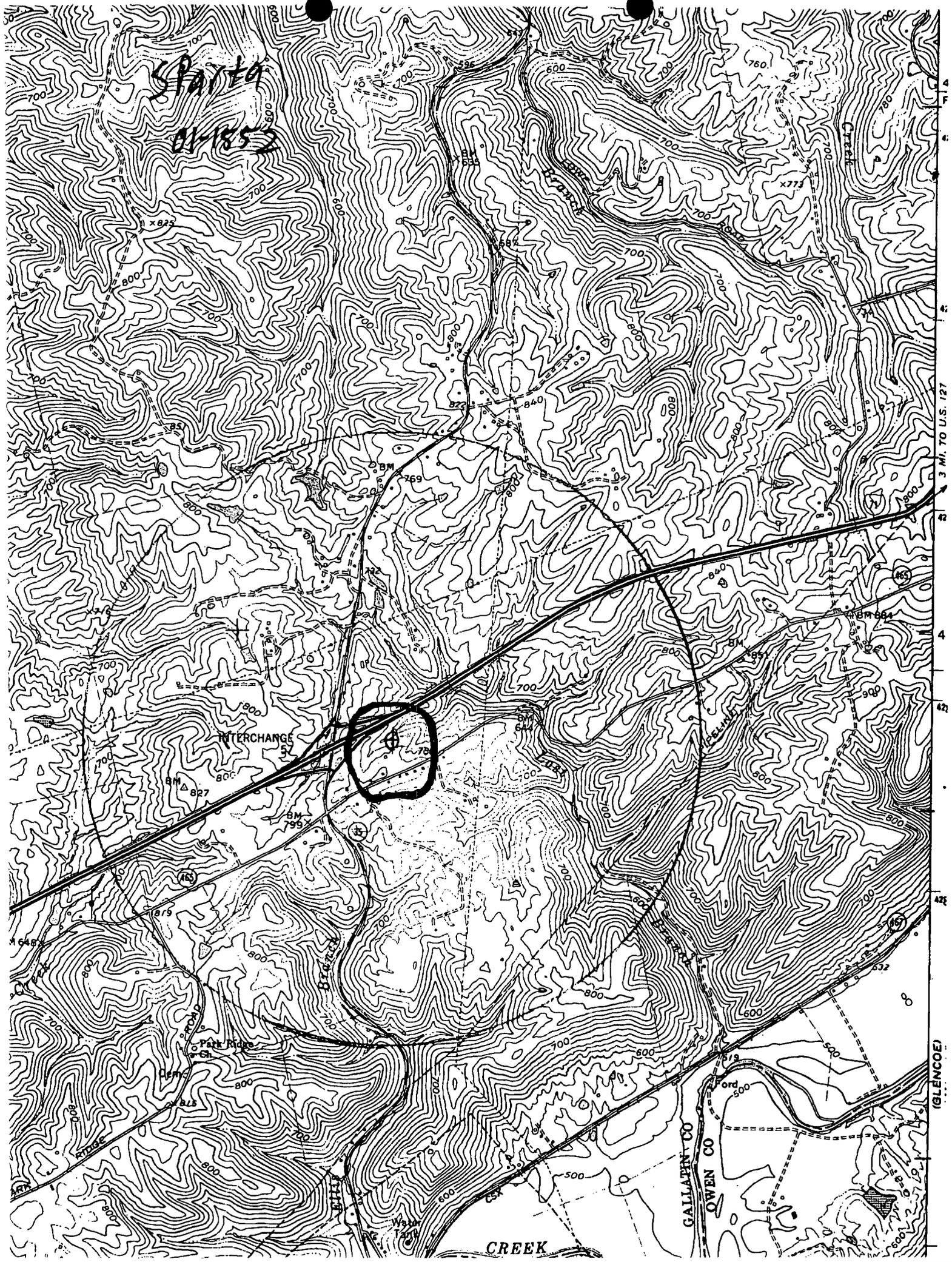
GEOTECHNICAL SERVICES ARE PERFORMED FOR SPECIFIC PURPOSES AND PERSONS

Consulting geotechnical engineers prepare reports to meet the specific needs of specific individuals. A report prepared for a civil engineer may not be adequate for a construction contractor or even another civil engineer. Unless indicated otherwise, your geotechnical engineer prepared your report expressly for you and expressly for purposes you indicated. No one other than you should apply this report for its intended purpose without first conferring with the geotechnical engineer. No party should apply this report for any purpose other than that originally contemplated without first conferring with the geotechnical engineer.

GEOENVIRONMENTAL CONCERNS ARE NOT AT ISSUE

Your geotechnical engineering report is not likely to relate any findings, conclusions, or recommendations

D



3

Sparta

Federal Aviation Administration
Southern Region
Air Traffic Division, ASO-520
P. O. Box 20636
Atlanta, GA 30320

ACKNOWLEDGEMENT OF NOTICE OF PROPOSED CONSTRUCTION OR ALTERATION

CITY	STATE	LATITUDE/LONGITUDE		MSL	AGL	AMSL
PARK RIDGE	KY	38-42-12.02	084-54-22.43	768	380	1148

COM-NET CONSTRUCTION
KELLY VAUGHN
111 TRI-COUNTY PKWY
SPRINGDALE, OH 45246

AERONAUTICAL STUDY
No: 98-ASO-7119-OE

Type Structure: ANTENNA TOWER 1951.2 MHZ/ 1600 WATTS

The Federal Aviation Administration hereby acknowledges receipt of notice dated 11/05/98 concerning the proposed construction or alteration contained herein.

A study has been conducted under the provisions of Part 77 of the Federal Aviation Regulations to determine whether the proposed construction would be an obstruction to air navigation, whether it should be marked and lighted to enhance safety in air navigation, and whether supplemental notice of start and completion of construction is required to permit timely charting and notification to airmen. The findings of that study are as follows:

The proposed construction would not exceed FAA obstruction standards and would not be a hazard to air navigation. However, the following applies to the construction proposed:

The structure should be obstruction marked and lighted per FAA Advisory Circular AC 70/7460-1J, 'Obstruction Marking and Lighting. CHAPTERS: -3 -4 -5 -6 -7 -8 -9 -10 -11 -12 -13. Dual red with medium intensity white lights.

Supplemental notice is required ~~at least 10 days before the start of construction and~~ *within five days after construction reaches its greatest height (use the enclosed FAA form).*

This determination expires on 05/14/99 unless application is made, (if subject to the licensing authority of the Federal Communications Commission), to the FCC before that date, or it is otherwise extended, revised or terminated.

If the structure is subject to the licensing authority of the FCC, a copy of this acknowledgement will be sent to that agency.

NOTICE IS REQUIRED ANYTIME THE PROJECT IS ABANDONED OR THE PROPOSAL IS MODIFIED

SIGNED *Mary Z. Mc Burney* Specialist, Airspace Branch.
Mary Z. Mc Burney (404) 305-5585 XXX 5583
ISSUED IN: College Park, Georgia ON 11/12/98



Kentucky Airport Zoning Commission
125 Holmes Street
Frankfort, KY 40622

(502) 564-4480
fax: (502) 564-7953
No.: AS-039-CVG-98-285

Sparta 101-1552

January 27, 1999

APPROVAL OF APPLICATION

APPLICANT:
COM-NET CONSTRUCTION
111 TRI COUNTY PARKWAY
Cincinnati, OH 45246

SUBJECT: AS-039-CVG-98-285

STRUCTURE: Antenna Tower
LOCATION: Park Ridge, KY
COORDINATES: 38°42'12.0"N / 84°54'23.0"W
HEIGHT: 380' AGL/1,148' AMSL

The Kentucky Airport Zoning Commission has approved your application for a permit to construct (380' AGL/1,148' AMSL) Antenna Tower near Park Ridge, KY 38°42'12"N, 84°54'23"W.

This permit is valid for a period of 18 Month(s) from its date of issuance. If construction is not completed within said 18-Month period, this permit shall lapse and be void, and no work shall be performed without the issuance of a new permit.

A copy of the approved application is enclosed for your files.

Dual obstruction lighting is required in accordance with 602 KAR 50:100..

Ronald Bland, Administrator

McBRAYER, MCGINNIS, LESLIE & KIRKLAND PLLC

163 WEST SHORT STREET

SUITE 300

LEXINGTON, KENTUCKY 40507-1361

606-231-8780

FACSIMILE 606-231-6518

REAL ESTATE FAX 606-255-9777

WWW.MMLK.COM

June 21, 1999

W. TERRY McBRAYER
JOHN R. MCGINNIS
PHILLIP BRUCE LESLIE *
WILLIAM D. KIRKLAND
J. D. ATKINSON, JR.
JAMES G. AMATO
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606-473-7303
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502-223-1200
FACSIMILE 502-227-7385

DIRECTOR OF GOVERNMENTAL RELATIONS
MIKE HELTON
STATE NATIONAL BANK BUILDING
305 ANN STREET
SUITE 308
FRANKFORT, KENTUCKY 40601-2847
502-875-1176
FACSIMILE 502-226-6234

Hon. Clarence Davis
Gallatin County Judge Executive
100 N. Main Street
Warsaw, KY 41095

VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Re: **Public Notice - Public Service Commission of Kentucky,
Case No. 99-251 (The Sparta/01-1552 Facility)**

Dear Judge Davis:

SBA Towers, Inc. and GTE Wireless of the Midwest Incorporated have applied to the Public Service Commission of Kentucky for a Certificate of Public Convenience and Necessity to construct and operate a wireless communications facility. The facility will be comprised of a 350' guyed tower with attached antennas extending upwards for a total height of 380' and an equipment shelter to be located on the Neal O'Connor and Darlene O'Connor property off Boone Road (KY 465), Sparta, Gallatin County, Kentucky. A map showing the location of the proposed new facility is enclosed. This notice is being sent pursuant to 807 KAR 5:063.

The Commission invites your comments regarding the proposed construction. You also have the right to intervene in this matter. Your initial communication to the Commission must be received by the Commission within 20 days of the date of this letter as shown above.

Your comments and request for intervention should be addressed to: Executive Director's Office, Public Service Commission of Kentucky, Post Office Box 615, Frankfort, KY 40602. Please refer to Case No. 99-251 in your correspondence.

Sincerely,



W. Brent Rice

Counsel for SBA Towers, Inc. and GTE
Wireless of the Midwest Incorporated

WBR/dkw

H

McBRAYER, MCGINNIS, LESLIE & KIRKLAND PLLC

163 WEST SHORT STREET

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June 21, 1999

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FRANKFORT, KENTUCKY 40601-2847
502-875-1176
FACSIMILE 502-226-6234

Neal O'Connor
Route 1, Box 8
Sparta, KY 41086

VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED

**RE: Public Notice - Public Service Commission of Kentucky,
Case No. 99-251 (The Sparta/01-1552 Facility)**

Dear Mr. O'Connor:

SBA Towers, Inc. and GTE Wireless of the Midwest Incorporated have applied to the Public Service Commission of Kentucky for a Certificate of Public Convenience and Necessity to construct and operate a wireless communications facility. The facility will be comprised of a 350' guyed tower with attached antennas extending upwards for a total height of 380' and an equipment shelter to be located on the Neal O'Connor and Darlene O'Connor property off Boone Road (KY 465), Sparta, Gallatin County, Kentucky. A map showing the location of the proposed new facility is enclosed. This notice is being sent to you because you own property within a 500' radius of the proposed facility. You may also contact your local planning commission.

The Commission invites your comments regarding the proposed construction. You also have the right to intervene in this matter. Your initial communication to the Commission must be received by the Commission within 20 days of the date of this letter as shown above.

Your comments and request for intervention should be addressed to: Executive Director's Office, Public Service Commission of Kentucky, Post Office Box 615, Frankfort, KY 40602. Please refer to Case No. 99-251 in your correspondence.

Sincerely,



W. Brent Rice
Counsel for SBA Towers, Inc. and GTE
Wireless of the Midwest Incorporated

WBR/dkw

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305 ANN STREET
SUITE 308
FRANKFORT, KENTUCKY 40601-2847
502-875-1176
FACSIMILE 502-226-6234

June 21, 1999

Virginia Wash
Route 1, Box 19
Sparta, KY 41086

VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED

**RE: Public Notice - Public Service Commission of Kentucky,
Case No. 99-251 (The Sparta/01-1552 Facility)**

Dear Ms. Wash:

SBA Towers, Inc. and GTE Wireless of the Midwest Incorporated have applied to the Public Service Commission of Kentucky for a Certificate of Public Convenience and Necessity to construct and operate a wireless communications facility. The facility will be comprised of a 350' guyed tower with attached antennas extending upwards for a total height of 380' and an equipment shelter to be located on the Neal O'Connor and Darlene O'Connor property off Boone Road (KY 465), Sparta, Gallatin County, Kentucky. A map showing the location of the proposed new facility is enclosed. This notice is being sent to you because you own property within a 500' radius of the proposed facility. You may also contact your local planning commission.

The Commission invites your comments regarding the proposed construction. You also have the right to intervene in this matter. Your initial communication to the Commission must be received by the Commission within 20 days of the date of this letter as shown above.

Your comments and request for intervention should be addressed to: Executive Director's Office, Public Service Commission of Kentucky, Post Office Box 615, Frankfort, KY 40602. Please refer to Case No. 99-251 in your correspondence.

Sincerely,



W. Brent Rice
Counsel for SBA Towers, Inc. and GTE
Wireless of the Midwest Incorporated

WBR/dkw

McBRAYER, MCGINNIS, LESLIE & KIRKLAND PLLC

163 WEST SHORT STREET

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FRANKFORT, KENTUCKY 40601-2847
502-875-1176
FACSIMILE 502-226-6234

June 21, 1999

Yogi & Yonna Young
Route 1, Box 133
Sparta, KY 41086

VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED

RE: **Public Notice - Public Service Commission of Kentucky,
Case No. 99-251 (The Sparta/01-1552 Facility)**

Dear Mr. and Mrs. Young:

SBA Towers, Inc. and GTE Wireless of the Midwest Incorporated have applied to the Public Service Commission of Kentucky for a Certificate of Public Convenience and Necessity to construct and operate a wireless communications facility. The facility will be comprised of a 350' guyed tower with attached antennas extending upwards for a total height of 380' and an equipment shelter to be located on the Neal O'Connor and Darlene O'Connor property off Boone Road (KY 465), Sparta, Gallatin County, Kentucky. A map showing the location of the proposed new facility is enclosed. This notice is being sent to you because you own property within a 500' radius of the proposed facility. You may also contact your local planning commission.

The Commission invites your comments regarding the proposed construction. You also have the right to intervene in this matter. Your initial communication to the Commission must be received by the Commission within 20 days of the date of this letter as shown above.

Your comments and request for intervention should be addressed to: Executive Director's Office, Public Service Commission of Kentucky, Post Office Box 615, Frankfort, KY 40602. Please refer to Case No. 99-251 in your correspondence.

Sincerely,



W. Brent Rice
Counsel for SBA Towers, Inc. and GTE
Wireless of the Midwest Incorporated

WBR/dkw

7
OPTION AND LEASE AGREEMENT

THIS OPTION AND LEASE AGREEMENT ("Agreement") is made this 11TH day of SEPT 98, by and between ✓ ("Optionor") and Com-Net Construction Services, Inc. ("Optionee").
NEAL O'CONNOR AND DARLENE C. O'CONNOR

I. OPTION TO LEASE

1. **Grant of Option.** For good and valuable consideration and the mutual promises herein set forth Optionor hereby gives and grants unto Optionee and its assigns, an exclusive and irrevocable option to lease a certain parcel or parcels of real property more particularly described on Exhibit "A" attached hereto ("Property") together with an easement for ingress, egress and utilities for the duration of the lease on the property which is more particularly described on Exhibit "B" attached hereto ("Easement"). Optionor agrees and acknowledges that Optionee may at Optionee's sole cost and expense have a metes and bounds survey prepared of the Property and the Easement and that the legal description of the Property and the Easement as shown on the survey shall thereafter become the legal description of the Property and the Easement.

2. **Option Initial Term.** The initial term of this Option shall be for six (6) months from the date this Option is executed by Optionee ("Option Initial Term").

3. **Consideration for Option.** Consideration for the Initial Term of the Option granted hereunder shall be 50 and 10/100 Dollars (\$50) ("Option Consideration"). This payment by Optionee to Optionor shall be credited in full to the first year's rental payment due Optionor if this Option is exercised by Optionee.

4. **Extension of Option.** This Option can be extended at the discretion of Optionee for (1) additional period(s) of six (6) months each ("Option Renewal Term(s)") by Optionee paying to Optionor the additional consideration of 50 and 10/100 Dollars (\$50) prior to the expiration of the then existing term of this Option. Any consideration paid by Optionee to extend the term of this Option shall be credited in full to the first year's rental due Optionor if this Option is exercised by Optionee.

5. **Optionor's Representations and Warranties.** As an inducement for Optionee to enter into and be bound by the terms of this Option, Optionor represents and warrants to Optionee and Optionee's successors and assigns that:

(a) Optionor has good and marketable title to the Property and the Easement free and clear of all liens and encumbrances other than those liens and encumbrances shown on Exhibit "C" attached hereto. Optionee may at Optionee's sole cost and expense procure an abstract of title or a commitment to issue a policy of title insurance on the Property. In the event that Optionee objects to any defect or cloud on title to the Property, Optionee may declare this Option and any

obligation of Optionee to lease the Property or acquire the Easement to be void and of no further force or effect whereupon this Option shall become null and void and there shall be no further liability of Optionee to Optionor;

(b) Optionor has the authority to enter into and be bound by the terms of this Option;

(c) There are no pending or threatened administrative actions including bankruptcy or insolvency proceedings under state or federal law, suits, claims or causes of action against Optionor or which may otherwise affect the Property; and

(d) The Property is not presently subject to an option, lease or other contract which may adversely affect Optionor's ability to fulfill its obligations under this Option and Optionor covenants that it shall not grant an option or enter into any contract which will affect the Property or the Easement until this Option expires or is terminated by Optionee.

These representations and warranties of Optionor shall survive the exercise of the Option and the closing anticipated by the exercise of this Option.

6. **Taxes.** Any ad valorem taxes or other special assessment taxes attributable to the Property and the Easement during the Initial Term and any Renewal Term of the Option shall be paid by Optionor.

7. **Liquidated Damages.** In the event the closing does not occur due to a default or breach of this Option by Optionee, Optionor's damages shall be fixed and liquidated to the sums paid by Optionee to Optionor as consideration for this Option. Optionor hereby expressly waives any other remedies it may have for a breach of this Option by Optionee including specific performance and damages for breach of contract.

8. **Inspections and Investigations.** Optionor hereby grants to Optionee, its officers, agents, employees and independent contractors the right and privilege to enter upon the Property and the Easement at any time after the date of this Option, to perform or cause to be performed test borings of the soil, environmental audits, engineering studies and to conduct a survey of the Property and the Easement. Optionor shall provide Optionee with any necessary keys or access codes to the Property if needed for ingress and egress, Optionee shall not unreasonably interfere with Optionor's use of the Property or the Easement in conducting these activities.

9. **Further Acts.** Optionor shall cooperate with Optionee in executing any documents necessary to protect Optionee's rights under this Option or Optionee's use of the Property and the Easements and to take such action as Optionee may reasonably require to effect the intent of this Option. Optionor hereby irrevocably appoints Optionee or Optionee's agent as Optionor's agent to file applications on behalf of Optionor with federal, state and local governmental authorities which applications relate to Optionee's intended use of the Property including but not limited to land use

and zoning applications.

II. LEASE AGREEMENT

10. **Exercise of Option.** Upon the tender of written notice of Optionee's intent to exercise the Option, the terms of this Agreement applying to the lease of the Property and grant of the Easements shall govern the relationship of the parties and Optionor shall thereafter be referred to as Lessor and Optionee shall thereafter be referred to as Lessee. The date of the written notice to exercise the Option shall constitute the commencement date of the Lease ("Commencement Date").

11. **Use.** The Property may be used by Lessee for the transmission and receipt of wireless communication signals in any and all frequencies and the construction and maintenance of towers, antennas, or buildings, and related facilities and activities. Lessor agrees to cooperate with Lessee in obtaining, at Lessee's expense, all licenses and permits required for Lessee's use of the Property (the "Governmental Approvals"). Lessee may construct additional improvements, demolish and reconstruct improvements, or restore replace and reconfigure improvements at any time during the Initial Term or any Renewal Term of this Lease.

12. **Initial Term.** The term of this Lease shall be five (5) years commencing on the Commencement Date, as that term is defined in paragraph 10, and terminating on the fifth anniversary of the Commencement Date ("Initial Term").

13. **Renewal Terms.** Lessee shall have the right to extend this Lease for five (5) additional five (5) year terms ("Renewal Terms"). Each Renewal Term shall be on the same terms and conditions as set forth in this Lease except that Rent shall increase as provided in paragraph 14(c). This Lease shall automatically be renewed for each successive Renewal Term unless Lessee notifies Lessor of Lessee's intention not to renew the Lease at least 30 days prior to the expiration of the Initial Term or the Renewal Term which is then in effect.

14. **Consideration.**

(a) Upon the Commencement Date, Lessee shall pay Lessor the sum of 700 and ⁰⁰/₁₀₀ Dollars (\$700) per monthly as rental ("Rent"). Rent shall be payable on the Commencement Date in advance beginning on the first day of the calendar month following the Commencement Date and on the first day of each calendar month thereafter during the Initial Term and any Renewal thereafter to Lessor at Lessor's address as specified in Paragraph 27 below;

(b) If this Lease is terminated at a time other than on the anniversary of the Commencement Date, Rent shall be prorated as of the date of termination ("Termination Date"), and in the event of termination for any reason other than nonpayment of Rent, all Rents paid in advance of the Termination Date for that period after the Termination Date shall be refunded to Lessee; and

(c) In the event that Lessee elects to renew this Lease as provided in paragraph 13, Rent shall increase at the inception of each Renewal Term by 15 percent (15%) over the rate at which Rent accrued in the immediately prior term.

15. **Lessor's Representations and Warranties.** Lessor represents and warrants that Lessee's intended use of the Property as a site for the transmission and receipt of wireless communication signals; for the construction and maintenance of towers, antennas or buildings; and related facilities ("Intended Use") is not prohibited by any covenants, restrictions, reciprocal easements, servitudes, subdivision rules or regulations. Lessor further represents and warrants that there are no easements, licenses, rights of use or other encumbrances on the Property which will interfere with or constructively prohibit Lessee's Intended Use of the Property. Lessor further represents and warrants that the execution of this Lease by Lessor will not cause a breach or an event of default of any other agreement to which Lessor is a party.

16. **Conditions Subsequent.** In the event that Lessee's Intended Use of the Property is actually or constructively prohibited through no fault of Lessee or the Property is, in Lessee's opinion, unacceptable to Lessee then this Lease shall terminate and be of no further force or effect and Lessee shall be entitled to a refund from Lessor of any deposits or Rent paid in advance to Lessor which sums were paid prior to the date upon which Lessee gives Lessor notice of its intent to terminate this Lease pursuant to this paragraph.

17. **Interference.** Lessor shall not use, nor shall Lessor permit its lessees, licensees, invitees or agents to use any portion of adjacent real property owned by Lessor in any way which interferes with the wireless communications operations of Lessee. Such interference shall be deemed a material breach of this Lease by Lessor and Lessor shall have the responsibility to terminate said interference. In the event any such interference does not cease or is not promptly rectified, Lessor acknowledges that continuing interference will cause irreparable injury to Lessee, and Lessee shall have the right, in addition to any other rights that it may have at law or in equity, to bring action to enjoin such interference or to terminate this Lease immediately upon notice to Lessor.

18. **Improvements; Utilities; Access.**

(a) Lessee shall have the right, at Lessee's sole cost and expense, to erect and maintain on the Property improvements, personal property and facilities, including without limitation, towers, a structural tower base, radio transmitting and receiving antennas, communications equipment, equipment cabinets or shelter and related facilities (collectively the "Tower Facilities"). The Tower Facilities shall remain the exclusive property of the Lessee throughout the term and upon termination of this Lease. Lessee shall have the obligation to remove all of the above ground portions of the Tower Facilities following any termination of this Lease. Lessor grants Lessee the right to clear all trees, undergrowth, or other obstructions and to trim, cut, and keep trimmed and cut all tree limbs which may interfere with or fall upon Lessee's tower or Lessee's other improvements, communications equipment or Easement rights. Lessor grants Lessee a non-exclusive easement in, over, across and through other real property owned by Lessor as reasonably required for construction, installation, maintenance, and operation of the Tower Facilities. In the event that the

tower to be constructed by Lessee on the Property is a guyed tower, Lessor also grants Lessee an easement over Lessor's real property during the Initial Term and any Renewal Term of this Lease for any guy wires and guy wire anchors.

(b) Lessee shall have the right to install utilities, at Lessee's expense, and to improve present utilities on the Property (including but not limited to the installation of emergency power generators). Lessee shall have the right to permanently place utilities on (or to bring utilities across or under) the Easement to service the Property and the Tower Facilities. In the event that utilities necessary to serve the equipment of Lessee or the equipment of Lessee's licensee(s) or sublessee(s) cannot be located within the Easement for ingress and egress, Lessor agrees to cooperate with Lessee and to act reasonably in allowing the location of utilities on other real property owned by Lessor without requiring additional compensation from Lessee or Lessee's licensee(s) or sublessee(s). Lessor shall, upon Lessee's request, execute a separate written easement to the utility company providing the service or Lessee in a form which may be filed of record evidencing this right.

(c) Lessor represents and warrants to Lessee that Lessee shall at all times during this Lease enjoy ingress, egress, and access from the Property to an open and improved public road which presently exists and which Easement shall be adequate to service the Property and the Tower Facilities. If no such public road exists or ceases to exist in the future, Lessor will grant an appropriate easement to Lessee, Lessee's sublessees and assigns so that Lessee may, at its own expense, construct a suitable private access drive to the Property and the Tower Facilities. To the degree such access is across other property owned by Lessor, Lessor shall execute an easement evidencing this right and Lessor shall maintain access to the Easement in a free and open condition so that no interference is caused to Lessee by other lessees, licensees, invitees or agents of the Lessor which may utilize the Easement.

19. **Termination.** Except as otherwise provided herein, this Lease may be terminated, without any penalty or further liability upon written notice as follows:

(a) By either party upon a default of any covenant or term hereof by the other party which default is not cured within 60 days of receipt of written notice of default (without, however, limiting any other rights available to the parties pursuant to any other provisions hereof); provided, that if the defaulting party commences efforts to cure the default within such period the non-defaulting party shall no longer be entitled to declare a default;

(b) Upon 30 days' written notice by Lessee to Lessor if Lessee is unable to obtain or maintain through no fault of Lessee any license, permit or other Governmental Approval necessary to the construction and operation of the Tower Facilities or Lessee's business; or

(c) By Lessee for any reason or no reason at all upon six (6) months advance written notice from Lessee to Lessor.

20. **Subleases.** Lessee at its sole discretion shall have the right without any need to obtain the consent of Lessor to license or sublease all or a portion of the Property and the Tower Facilities to others whose business includes the provision of wireless communication services. Lessee's licensee(s) and sublessee(s) shall be entitled to modify the Tower and to erect additional improvements on the Property including but not limited to antennas, dishes, cabling, additional equipment cabinets, storage buildings and equipment shelters on the Property as are reasonably required for the operation and maintenance of the communications equipment to be installed on the Property by said licensee(s) and sublessee(s) together with rights of ingress and egress to the Property and the right to install utilities on the Property as if said licensee or sublessee were the Lessee under this Lease.

21. **Taxes.** Lessee shall pay any personal property taxes assessed on, or any portion of such taxes attributable to, the Tower Facilities. Lessor shall pay when due all real property taxes and all other fees and assessments attributable to the Property. Lessee shall pay as additional Rent any increase in real property taxes levied against Property which are directly attributable to Lessee's use of the Property and Lessor agrees to furnish proof of such increase to Lessee. In the event that Lessor fails to pay when due any taxes affecting the Property or the Easement, Lessee shall have the right but not the obligation to pay such taxes and deduct the full amount of the taxes paid by Lessee on Lessor's behalf from future installments of Rent.

22. **Destruction of Premises.** If the Property or the Tower Facilities are destroyed or damaged so as to hinder the effective use of the Tower Facilities in Lessee's judgment, Lessee may elect to terminate this Lease as of the date of the damage or destruction by so notifying the Lessor. In such event, all rights and obligations of Lessee to Lessor shall cease as of the date of the damage or destruction and Lessee shall be entitled to the reimbursement of any Rent prepaid by Lessee.

23. **Condemnation.** If a condemning authority takes all of the Property, or a portion sufficient in Lessee's determination, to render the Property in the opinion of Lessee unsuitable for the use which Lessee was then making of the Property, this Lease shall terminate as of the date the title vests in the condemning authority. Lessor and Lessee shall share in the condemnation proceeds in proportion to the values of their respective interests in the Property (which for Lessee shall include, where applicable, the value of its Tower Facilities, moving expenses, prepaid rent and business dislocation expenses). A sale of all or part of the Property to a purchaser with the power of eminent domain in the face of the exercise of eminent domain power shall be treated as a taking by condemnation for the purposes of this paragraph.

24. **Insurance.** Lessee shall purchase and maintain in full force and effect throughout the Initial Term and any Renewal Term such public liability and property damage policies as Lessee may deem necessary. Said policy of general liability insurance shall provide a combined single limit of \$1,000,000.

25. **Environmental Compliance.** Lessor warrants and represents that the Property, the

Easement and the improvements thereon are free of contaminants, oils, asbestos, PCB's, hazardous substances or wastes as defined by federal, state or local environmental laws, regulations or administrative orders or other materials the removal of which is required or the maintenance of which is prohibited, regulated or penalized by any federal, state or local government authority ("Hazardous Materials"). This Lease shall at the option of Lessee terminate be void and of no further force or effect if Hazardous Materials are discovered to exist on the Property through no fault of Lessee after Lessee takes possession of the Property and Lessee shall be entitled to a refund of all the consideration given Lessor under this Lease.

26. **Environmental Indemnities.** Lessor, its heirs, grantees, successors, and assigns shall indemnify, defend, reimburse and hold harmless Lessee from and against any and all environmental damages arising from the presence of Hazardous Materials upon, about or beneath the Property or migrating to or from the Property or arising in any manner whatsoever out of the violation of any environmental requirements pertaining to the Property and any activities thereon, which conditions exist or existed prior to or at the time of the execution of this Lease or which may occur at any time in the future through no fault of Lessee.

27. **Notices.** All notices, requests, demands and other communications hereunder shall be in writing and shall be deemed given if personally delivered or mailed, certified mail, return receipt requested, to the following addresses or to such other addresses as may be specified in writing at any time during the term of this Agreement:

If to Lessor, to:

Name *NEAL O'CONNOR*
Address *RT. 1 BOX 8, SPARTA, KY 41086*

(Area Code) Phone Number *606-567-2690*
Federal I.D. or Social Security No.: *906-04-4106-NEAL*
314-68-9774-DARLENE

If to Lessee, to:

Com-Net Construction Services, Inc.
121 Boone Ridge Drive
Johnson City, Tennessee 37615
Attention: Dan Eldridge

With a copy to:
Lewellen & Frazier, PLC
415 North McKinley, Suite 1240

Little Rock, AR 72205
Attn.: Todd A. Lewellen

28. **Title and Quiet Enjoyment.** Lessor warrants and represents that (i) it has the full right, power, and authority to execute this Lease; (ii) it has good and marketable fee simple title to the Property and the Easement free and clear of any liens, encumbrances or mortgages except those liens and encumbrances disclosed in Exhibit "C" attached hereto; and (iii) the Property constitutes a legal lot that may be leased without the need for any subdivision or platting approval. Lessor covenants that Lessee shall have the quiet enjoyment of the Property during the term of this Lease. Lessor shall indemnify Lessee from and against any loss, cost, expense or damage including attorneys fees associated with a breach of the foregoing covenant of quiet enjoyment.

29. **Assignment.** Lessee may assign this Lease without the consent of Lessor. Any sublease, license or assignment of this Lease that is entered into by Lessor or Lessee shall be subject to the provisions of this Lease. Additionally, Lessee may, upon notice to Lessor, mortgage or grant a security interest in this Lease and the Tower Facilities, and may assign this Lease and the Tower Facilities to any such mortgagees or holders of security interests including their successors and assigns (hereinafter collectively referred to as "Secured Parties"). In such event, Lessor shall execute such consent to leasehold financing as may reasonably be required by Secured Parties. Lessor agrees to notify Lessee and Lessee's Secured Parties simultaneously of any default by Lessee and to give Secured Parties the same right to cure any default as Lessee except that the cure period for any Secured Party shall not be less than 10 days after the receipt of the default notice. If a termination, disaffirmance or rejection of the Lease pursuant to any laws (including any bankruptcy or insolvency laws) by Lessee shall occur, or if Lessor shall terminate this Lease for any reason, Lessor will give to the Secured Parties prompt notice thereof and Lessor will give the Secured Parties the right to enter upon the Property during a 30-day period commencing upon the Secured Party's receipt of such notice for the purpose of removing any Tower Facilities. Lessor acknowledges that the Secured Parties shall be third-party beneficiaries of this Lease.

30. **Successors and Assigns.** This Lease shall run with the Property described on Exhibit "A" and shall be binding upon and inure to the benefit of the parties, their respective heirs, successors, personal representatives and assigns.

31. **Waiver of Lessor's Lien.** Lessor hereby waives any and all lien rights it may have, statutory or otherwise, in and to the Tower Facilities or any portion thereof, regardless of whether or not same is deemed real or personal property under applicable laws.

32. **Waiver of Incidental and Consequential Damages.** Lessor will not assert any claim whatsoever against Lessee for loss of anticipatory profits or any other indirect, special, incidental or consequential damages incurred by Lessor as a result of the construction, maintenance, operation or use of the Property or the Easement by Lessee.

33. **Miscellaneous.**

(a) The substantially prevailing party in any litigation arising hereunder shall be entitled to its reasonable attorney's fees and court costs, including appeals, if any.

(b) Each party agrees to furnish to the other, within 10 days after request, such truthful estoppel information as the other may reasonably request.

(c) This Lease constitutes the entire agreement and understanding of Lessor and Lessee with respect to the subject matter of this Lease, and supersedes all offers, negotiations and other agreements. There are no representations or understandings of any kind not set forth herein. Any amendments to said Lease must be in writing and executed by Lessor and Lessee.

(d) If either Lessor or Lessee is represented by a real estate broker in this transaction, that party shall be fully responsible for any fees due such broker and shall hold the other party harmless from any claims for commission by such broker.

(e) Lessor agrees to cooperate with Lessee in executing any documents necessary to protect Lessee's rights under this Lease or Lessee's use of the Property and to take any further action which Lessee may reasonably require as to effect the intent of this Lease.

(f) This Lease shall be construed in accordance with the laws of the state in which the Property is situated.

(g) If any term of this Lease is found to be void or invalid, such invalidity shall not affect the remaining terms of this Lease, which shall continue in full force and effect.

(h) Lessee may file of record in the property records in the county in which the Property and Easement(s) are located a Memorandum of Lease which sets forth the names and addresses of Lessor and Lessee, the legal description of the Property and the Easement(s), the duration of the Initial Term and the quantity and duration of the Renewal Terms.

(i) Lessor shall cooperate with Lessee in executing any documents necessary to protect Lessee's rights under this Lease or Lessee's use of the Property and the Easements and to take such action as Lessee may reasonably require to effect the intent of this Lease. Lessor hereby irrevocably appoints Lessee or Lessee's agent as Lessor's agent to file applications on behalf of Lessor with federal, state and local governmental authorities which applications relate to Lessee's intended use of the Property including but not limited to land use and zoning applications.

(j) This Lease may be executed in two or more counterparts, all of which shall be considered one and the same agreement and shall become effective when one or more counterparts have been signed by the each of the parties, it being understood that all parties need not sign the same counterpart.

IN WITNESS WHEREOF, Optionor and Optionee have executed this Option and Lease as of the date first written above.

OPTIONOR/LESSOR:

[Corporation]

ATTEST:

By: _____

By: _____

Title: _____

Title: _____

Neal O'Connor

NEAL O'CONNOR
OWNER

Darlene C. O'Connor

[Individual] DARLENE C. O'CONNOR
RELEASING POWER RIGHTS

OPTIONEE/LESSEE:

Com-Net Construction Services, Inc.

By: _____

Title: _____

Acknowledgments

State of Ohio)
) ss
County of _____)

Before me, a notary public, in and for said county, personally appeared the above named _____, who acknowledged that he did sign the foregoing instrument, and that the same is his free act and deed. In testimony whereof, I have hereunto subscribed my name at _____, this ___ day of _____, 1998.

Notary Public

My Commission Expires:

Form for corporation in representative capacity must be substantially as follows:

State of Ohio)
) ss
County of _____)

Before me, a notary public, in and for said county in said state, personally appeared _____ and _____, known to me to be the persons who, as president and secretary (or other proper officers), respectively, of _____, the corporation which executed the foregoing instrument, signed the same, and acknowledged to me that they did so sign said instrument in the name and upon behalf of said corporation as such officers, respectively, and the free and corporate act and deed of said corporation; that they were duly authorized thereunto by its board of directors; and that the seal affixed to said instrument is the corporate seal of said corporation. In testimony whereof, I have hereunto subscribed my name, and affixed my official seal, at _____, this ___ day of _____, 1998.

My Commission Expires:

Notary Public

Individual

STATE OF KENTUCKY)
)
COUNTY OF _____)

The foregoing instrument was acknowledged before me this ____ day of _____,
19 ____, by _____.

NOTARY PUBLIC
My Commission Expires: _____

STATE OF KENTUCKY)
)
COUNTY OF Owen)

The foregoing instrument was acknowledged before me this 11th day of Sept., ✓
1998, by Neal D'Connor and Debra D'Connor, husband and wife.

Pamela L. Lohr

NOTARY PUBLIC
My Commission Expires: 1/7/01

Corporation

STATE OF _____)
)
COUNTY OF _____)

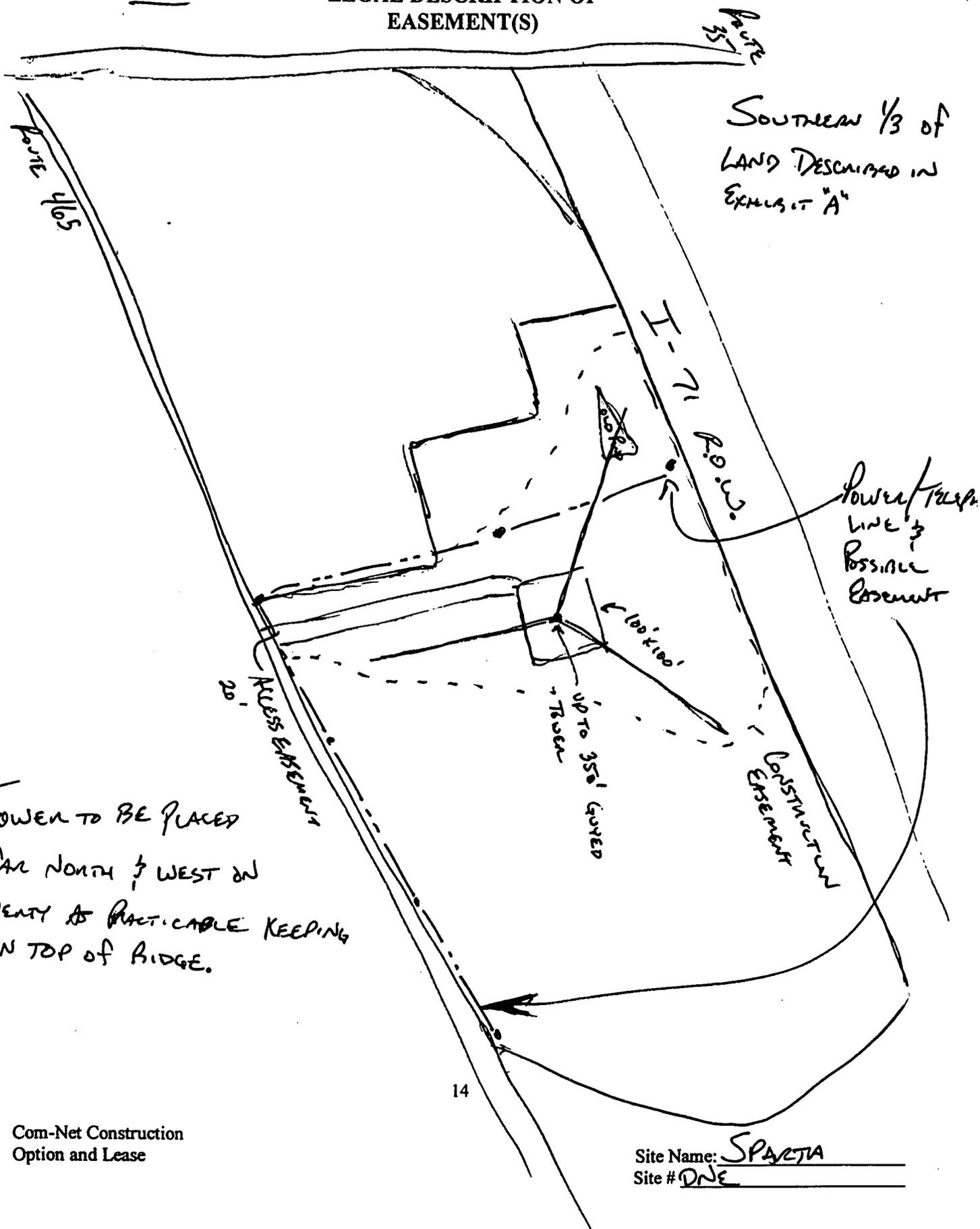
The foregoing instrument was acknowledged before me this ____ day of _____,
19 ____ by _____ of _____ on behalf of the
Corporation.

NOTARY PUBLIC
My Commission Expires: _____

EXHIBIT "B"

NOT TO SCALE

LEGAL DESCRIPTION OF EASEMENT(S)



SOUTHEAST 1/3 OF LAND DESCRIBED IN EXHIBIT "A"

Power/Tel. Line & Possible Easement

TOWER TO BE PLACED AS FAR NORTH & WEST ON PROPERTY AS PRACTICABLE KEEPING IT ON TOP OF RIDGE.

EXHIBIT "C"
LIENS AND ENCUMBRANCES

NO MORTGAGE

EASEMENTS of RECORD $\frac{1}{2}$ SECTION on EXHIBIT "B" THAT AFFECT
SECTION $\frac{1}{2}$ of PROPERTY.

McBRAYER, MCGINNIS, LESLIE & KIRKLAND PLLC

163 WEST SHORT STREET

SUITE 300

LEXINGTON, KENTUCKY 40507-1361

606-231-8780

FACSIMILE 606-231-6518

REAL ESTATE FAX 606-255-9777

WWW.MMLK.CO

RECEIVED

June 21, 1999

JUN 23 1999

PUBLIC SERVICE
COMMISSION

W. TERRY McBRAYER
JOHN R. MCGINNIS
PHILLIP BRUCE LESLIE *
WILLIAM D. KIRKLAND
J. D. ATKINSON, JR.
JAMES G. AMATO
GEORGE D. GREGORY **
BRENT L. CALDWELL
W. BRENT RICE
JAMES H. FRAZIER, III +
STEPHEN C. CAWOOD
LISA ENGLISH HINKLE
WILLIAM R. PALMER, JR.
BRUCE W. MACDONALD *
LUKE BENTLEY III
STEPHEN G. AMATO
MARY ESTES HAGGIN
R. STEPHEN MCGINNIS ++
JON A. WOODALL
MARIA S. BUCKLES
MARGARET M. YOUNG
MELINDA G. WILSON
REBECCA L. BRIGGS
MARY ELIZABETH CUTTER
J. BRADFORD DERIFIELD ++
JARON P. BLANDFORD

* ALSO ADMITTED IN OHIO

** ALSO ADMITTED IN COLORADO

+ ALSO ADMITTED IN TEXAS & FLORIDA

++ ALSO ADMITTED IN WEST VIRGINIA

WATSON CLAY (1908-1985)
OSCAR SAMMONS (1908-1985)

MAIN & HARRISON STREETS
P. O. BOX 280
GREENUP, KENTUCKY 41144-0280
606-473-7303
FACSIMILE 606-473-9003

300 STATE NATIONAL
BANK BUILDING
P. O. BOX 1100
FRANKFORT, KENTUCKY 40602-1100
502-223-1200
FACSIMILE 502-227-7385

DIRECTOR OF GOVERNMENTAL RELATIONS
MIKE HELTON
STATE NATIONAL BANK BUILDING
305 ANN STREET
SUITE 308
FRANKFORT, KENTUCKY 40601-2847
502-875-1176
FACSIMILE 502-226-6234

Ms. Stephanie Bell
Secretary of the Commission
Kentucky Public Service Commission
P.O. Box 615
730 Schenkel Lane
Frankfort, KY 40601

RE: **Case Number 99-251**
SBA Towers, Inc. and GTE Wireless of the Midwest Incorporated
(Sparta/01-1552 Facility)

Dear Ms. Bell:

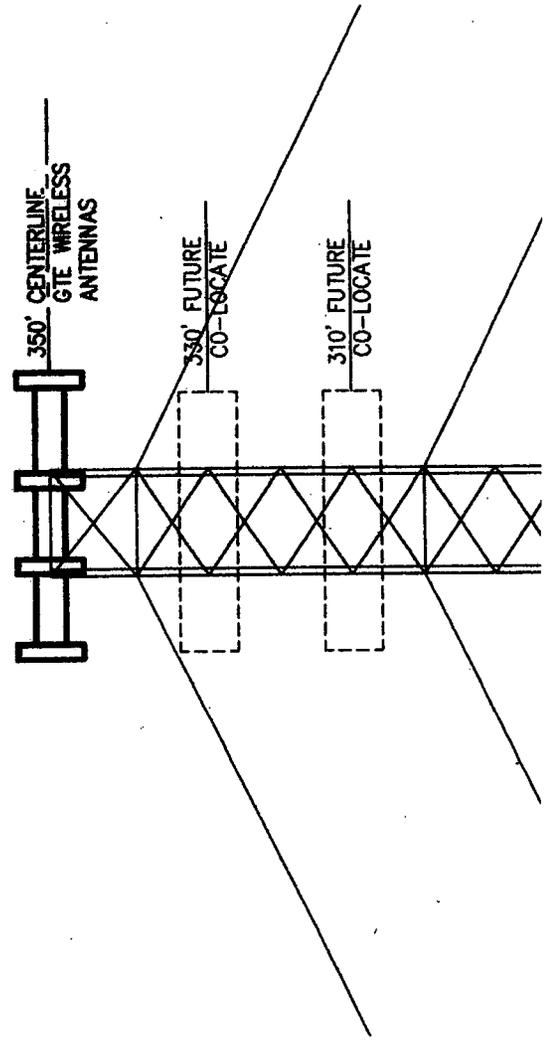
This letter is to follow up my request for a case number on June 21, 1999. The application is on behalf of SBA Towers, Inc. and GTE Wireless of the Midwest Incorporated for a cell site located on the Neal O'Connor and Darlene O'Connor property off Boone Road (KY 465), Sparta, Gallatin County, Kentucky. I was given Case Number 99-251. We intend to file the application no later than June 22, 1999. If there are any questions, you may contact the undersigned at our Lexington office (606)231-8780. Thank you for your attention to this matter.

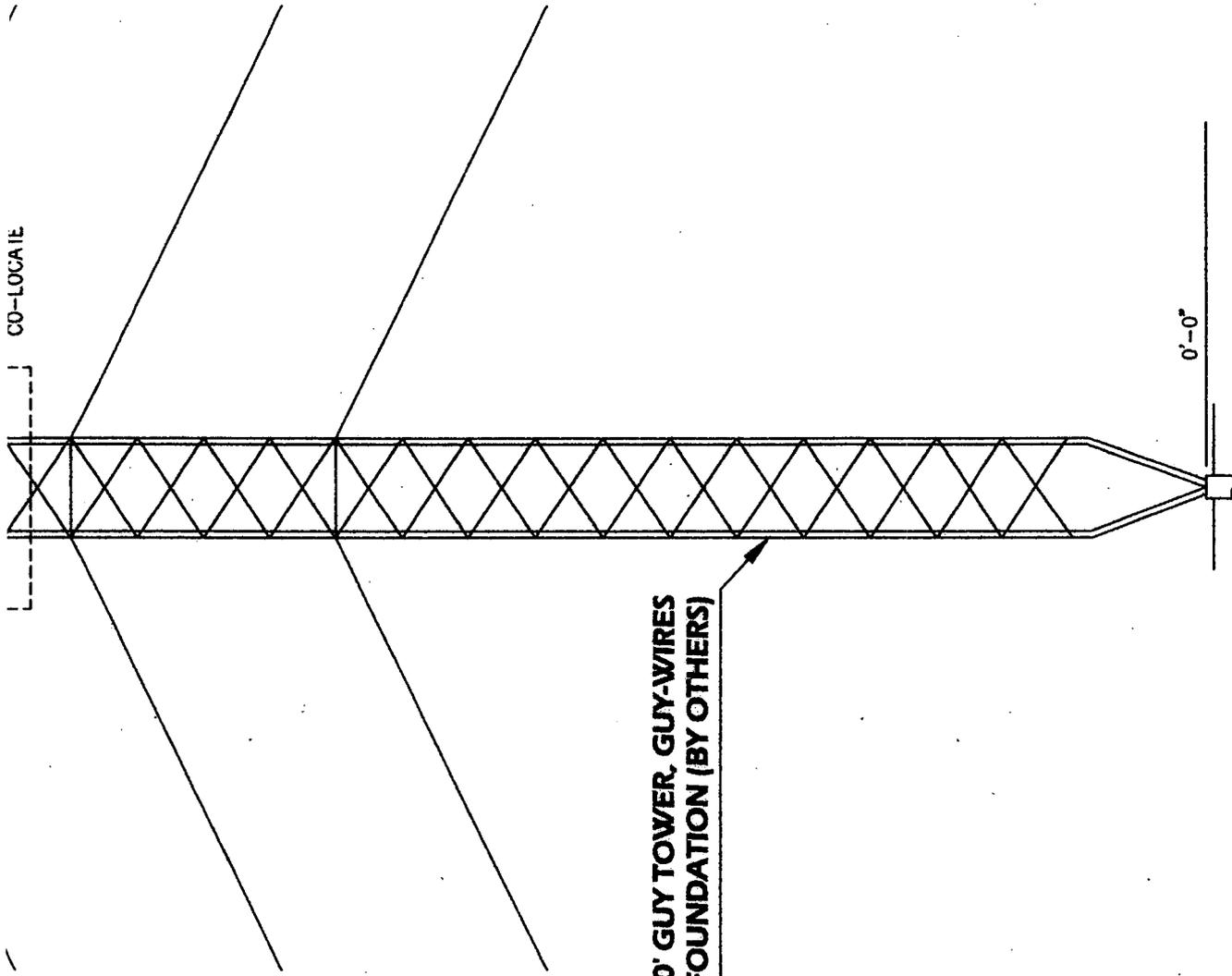
Sincerely,



W. Brent Rice

WBR/dkw



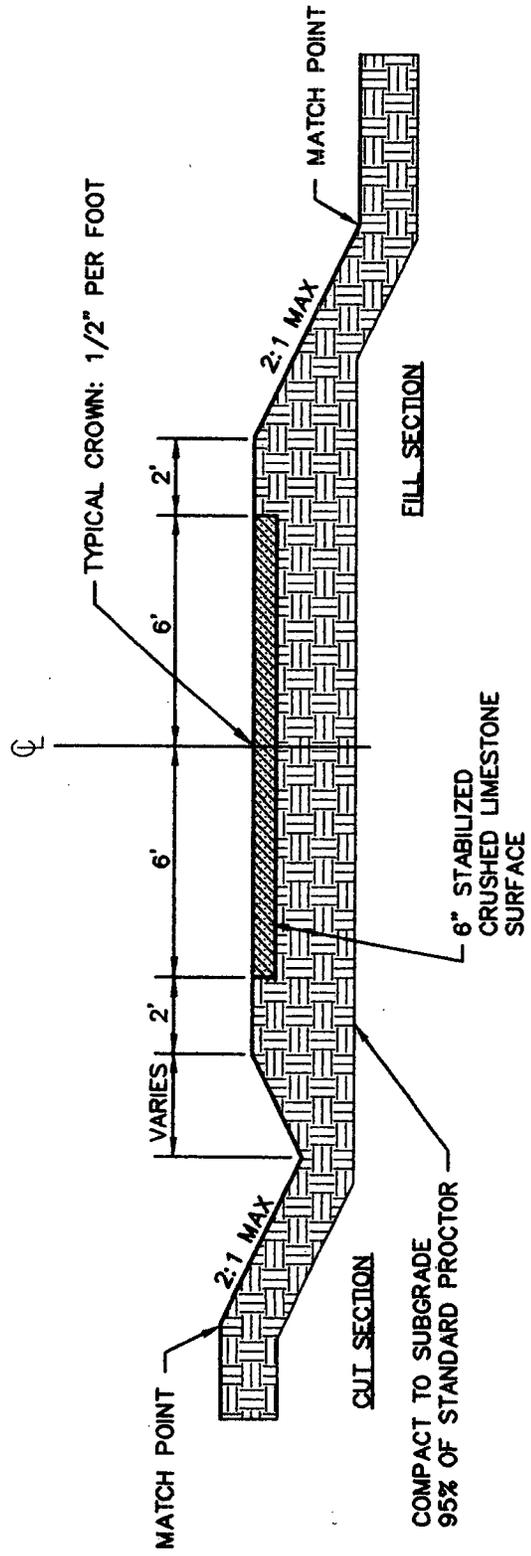


CO-LOCATE

0'-0"

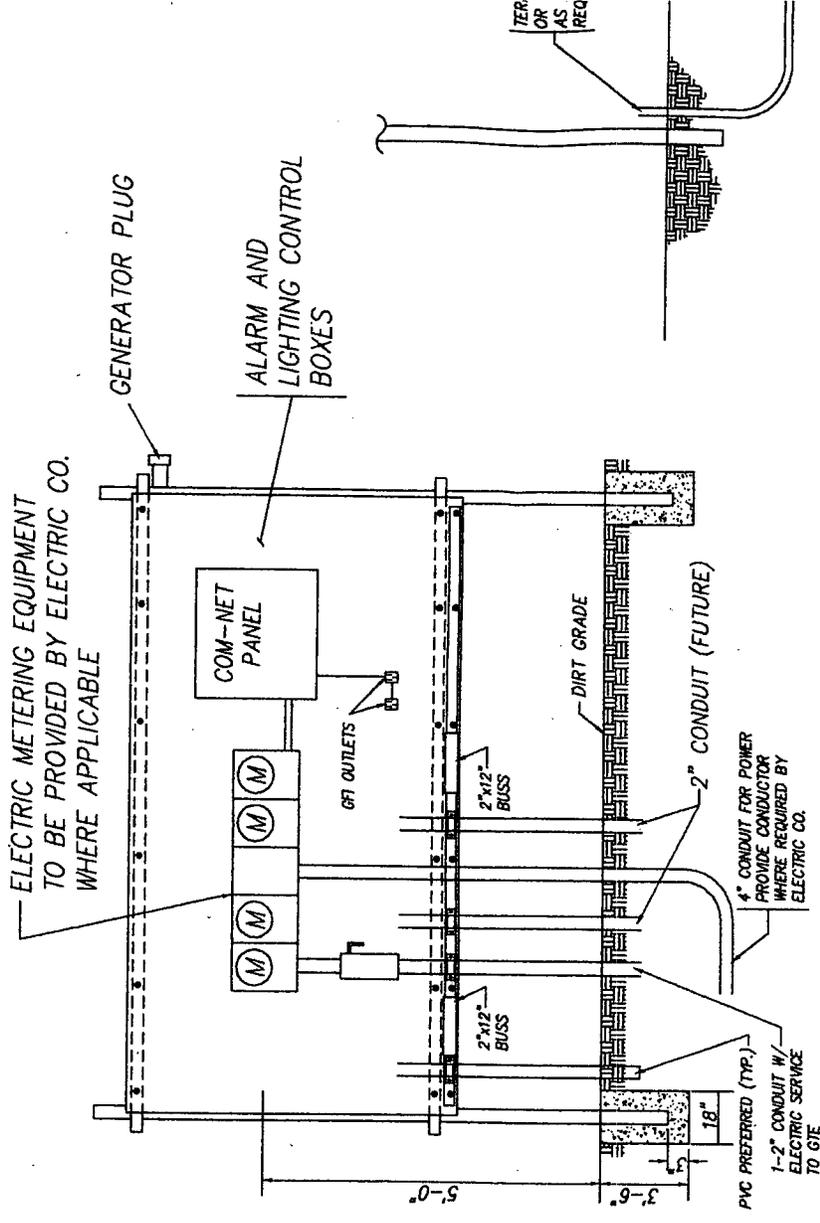
**350' GUY TOWER, GUY-WIRES
& FOUNDATION (BY OTHERS)**

**TOWER ELEVATION
(NTS)**



TYPICAL DRIVE SECTION

NO SCALE

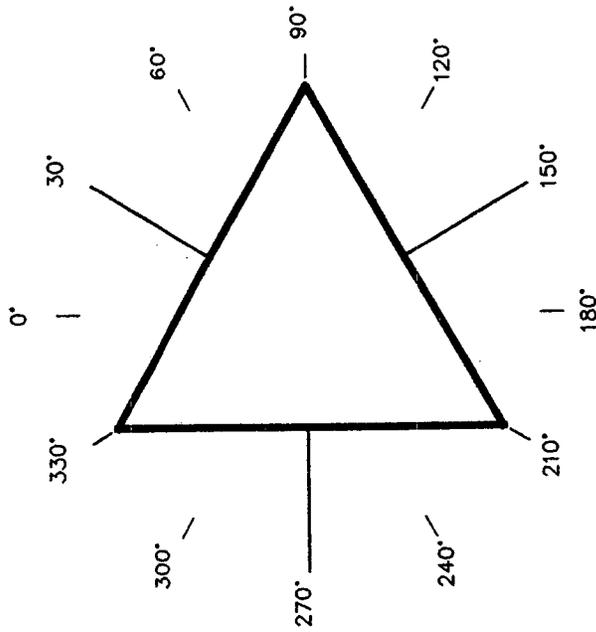


NOTE: ALL HARDWARE (I.E. SPRINGS, NUTS & BOLTS) TO BE GALVANIZED OR STAINLESS STEEL.

MULTI-CARRIER METER TREE DETAIL

NO SCALE

ITCH POINT

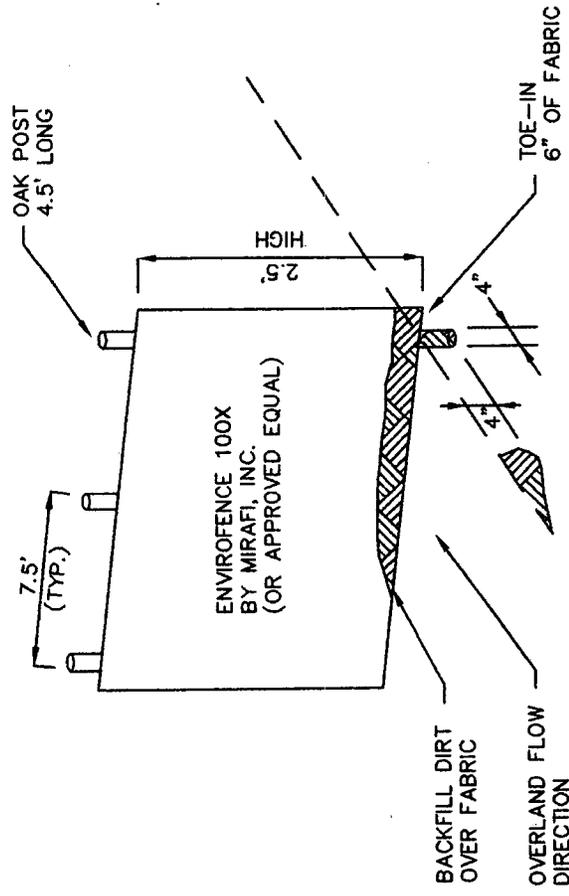


GTE MAST ORIENTATION DIAGRAM

NO SCALE

NOTE: ORIENT TOWER FACES AT MARKET SECTOR AZIMUTHS

MARKET SECTOR AZIMUTHS
CINCINNATI 30, 150, 270 DEGREES



TYPICAL SILT FENCE

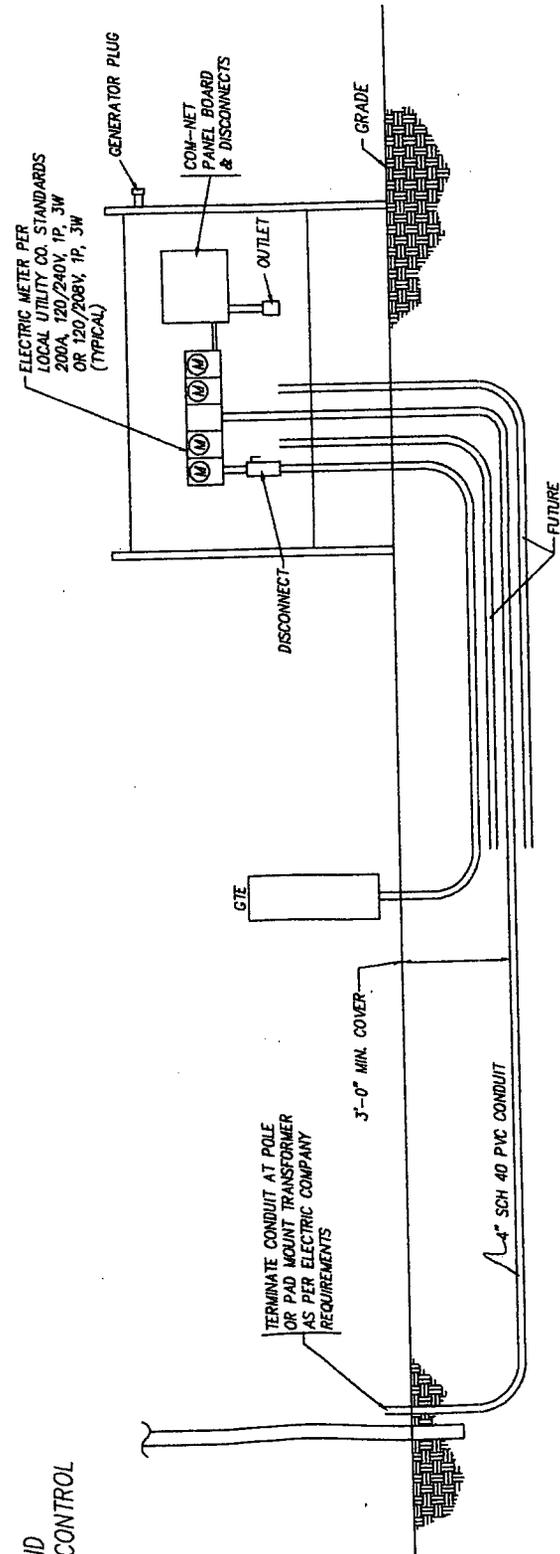
NO SCALE



MARKET SERVICE COMPANY
30, 150, 270 DEGREES
CINCINNATI

PLUG

ID
CONTROL



TYPICAL SERVICE INSTALLATION

NO SCALE

INSTALL EROSION CONTROL MEASURES PRIOR TO CONSTRUCTION IN ACCORDANCE

MARKET SERVICE COMPANY



Construction Services, Inc.

Midwest Regional Office
111 Tri-County Parkway
Cincinnati, Ohio 45248



CIVIL ENGINEERING - LAND PLANNING
LAND SURVEYING

7908 CINCINNATH-DAYTON ROAD
SUITE L

WEST CHESTER, OHIO 45069

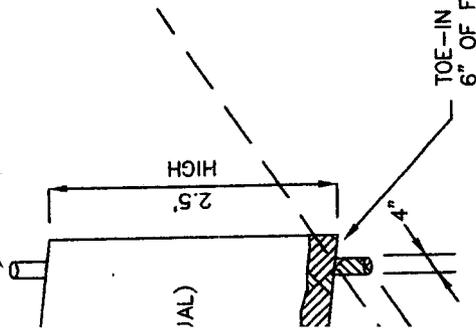
PHONE (513) 755-3222

FAX (513) 755-3776

EMAIL LBAUMANN@ONE.NET

GENERAL NOTES

OAK POST
4.5' LONG



FENCE
E

R FOOT



GENERAL

ALARM
LIGHT
BOXES

REV.	DESCRIPTION	DATE
10		
9		
8		
7		
6		
5		
4		
3		
2		
1		

ENGINEER'S SEAL



Lawrence L. Baumann
LAWRENCE L. BAUMANN
KENTUCKY PE # 16006

PROJECT
SPARTA